

ULTIMATE

SPIDER-MAN[®]

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ISSUE
5



The bite of a genetically altered spider granted high school student Peter Parker incredible arachnid-like powers. When a burglar killed his beloved Uncle Ben, a grief-stricken Peter vowed to use his amazing abilities to protect his fellow man. He learned the invaluable lesson that with great power there must also come great responsibility.

Now the fledgling super hero tries to balance a full high school curriculum, a part-time job, a relationship with Gwen Stacy and swing time as the misunderstood, web-slinging Spider-Man!

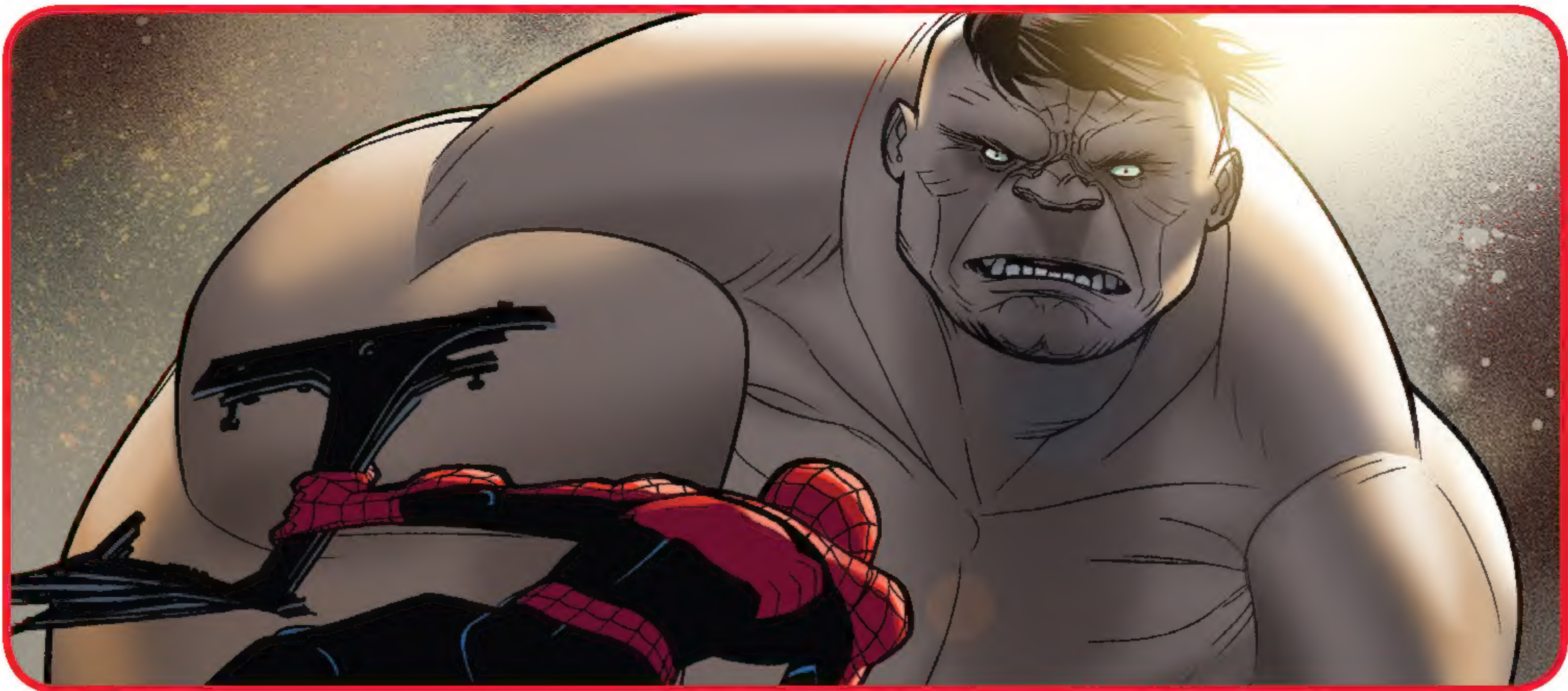


PREVIOUSLY IN ULTIMATE SPIDER-MAN: SIX MONTHS AGO...

The Ultimatum Wave has destroyed New York City. With no warning a massive tidal wave crushed down on the island of Manhattan killing millions of people in the blink of an eye. Many of the world's iconic heroes died in the tragedy. It has been revealed the wave was a terrorist attack by the mutant Magneto.

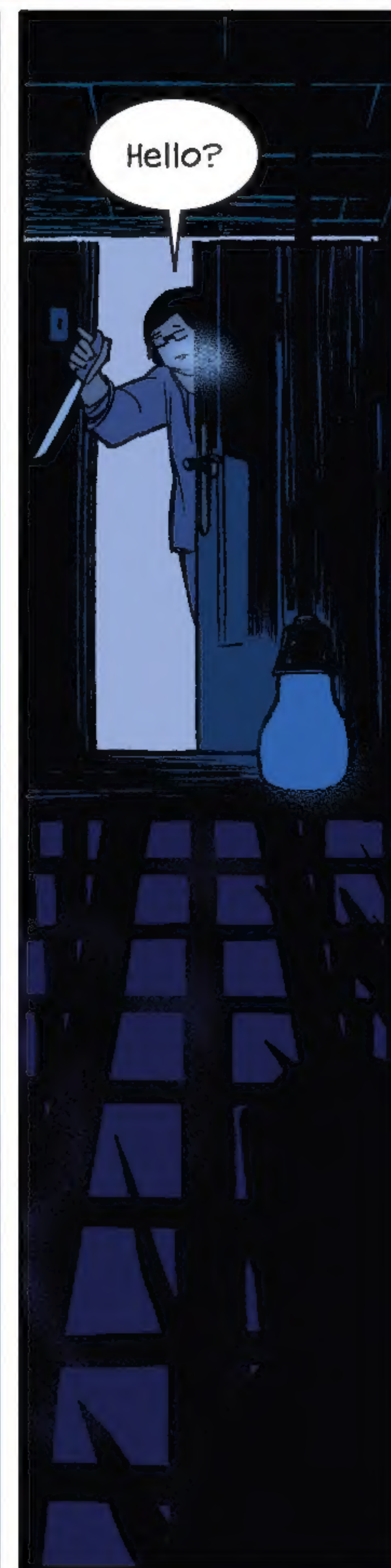
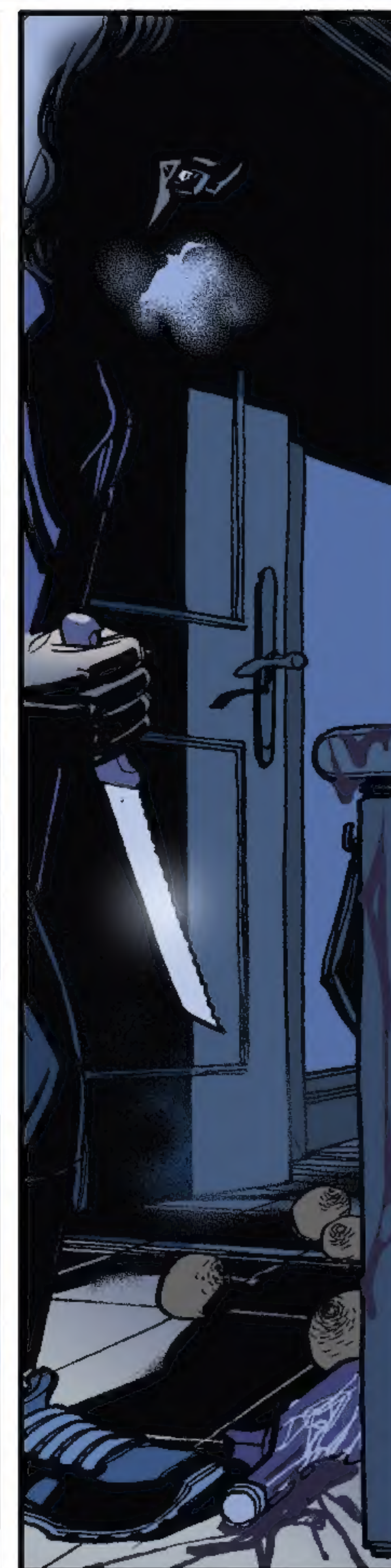
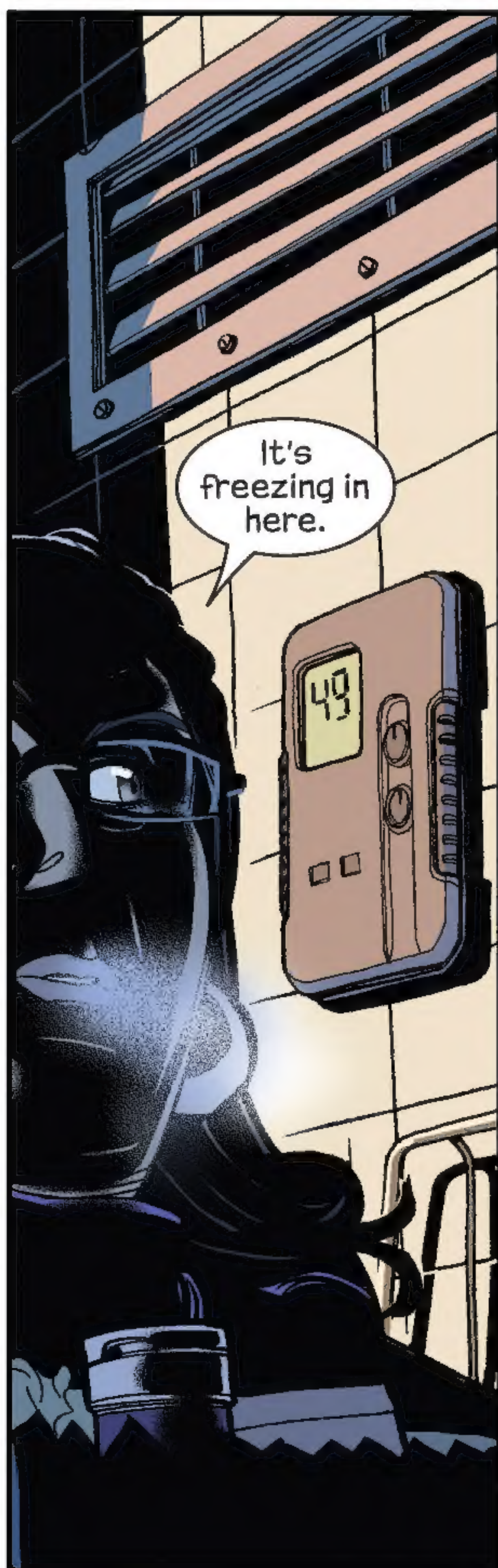
Today... Peter is now dating Gwen Stacy instead of Mary Jane and working at a mall food court instead of the now defunct Daily Bugle. Mutants are outlawed, and the growing threat of the elusive Mysterio takes the life of the once untouchable Kingpin of Crime. Mysterio is gunning for Spider-Man. But there is another mysterious character running around. One that saves MJ's life.

Johnny Storm, a.k.a. the Human Torch, reappears at Peter's doorstep and Aunt May agrees to let Johnny stay with them. Spider-Man goes to the Queensboro Bridge to stop a Hulk rampage, but when he get's there he realizes it's not the Hulk, it's another one of Mysterio's illusions...



THE NEW WORLD ACCORDING TO PETER PARKER

Writer Brian Michael Bendis	Artist David Lafuente	Colorist Justin Ponsor	Letterer VC's Cory Petit
Cover Art Lafuente & Ponsor	Assistant Editor Sana Amanat	Associate Editor Lauren Sankovitch	Executive Producer Alan Fine
Senior Editor Mark Paniccia	Editor in Chief Joe Quesada	Publisher Dan Buckley	







Queensboro Bridge.

Got ya.

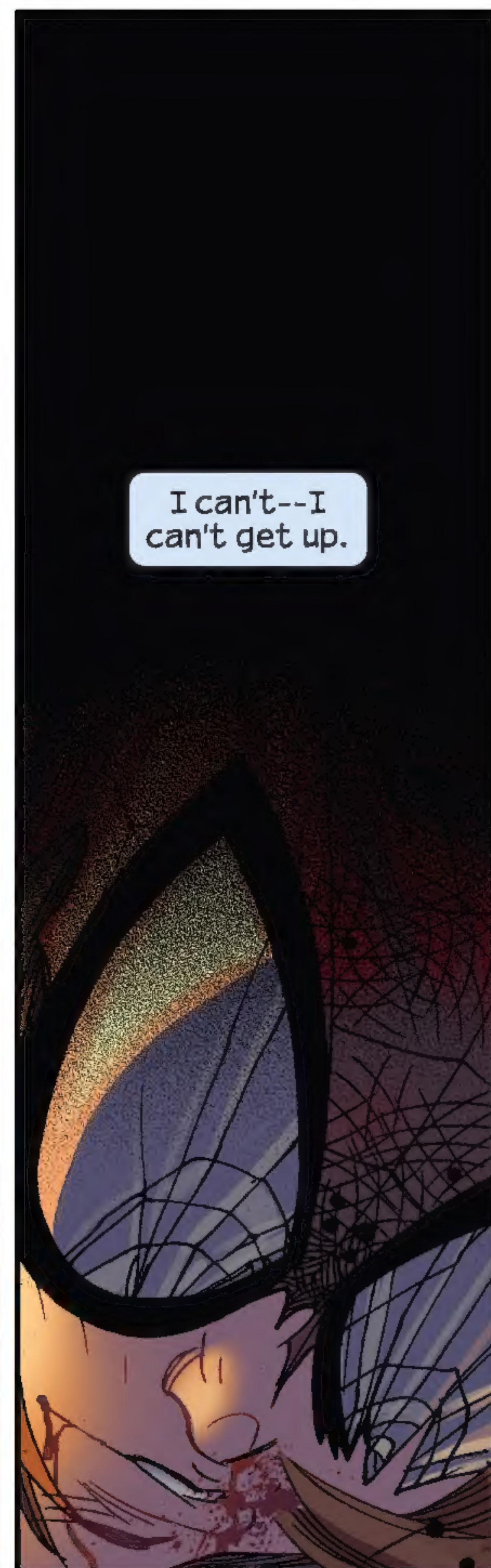
Yeah, you got me.

You woman's disposable hygiene product!

Okay, sure...I'll give it to this shmendrick-- this is the first actual *trap* that was ever sprung on me.

And I did fall *right into it*.

My arms are numb and tingly. My head is ringing off the hook.

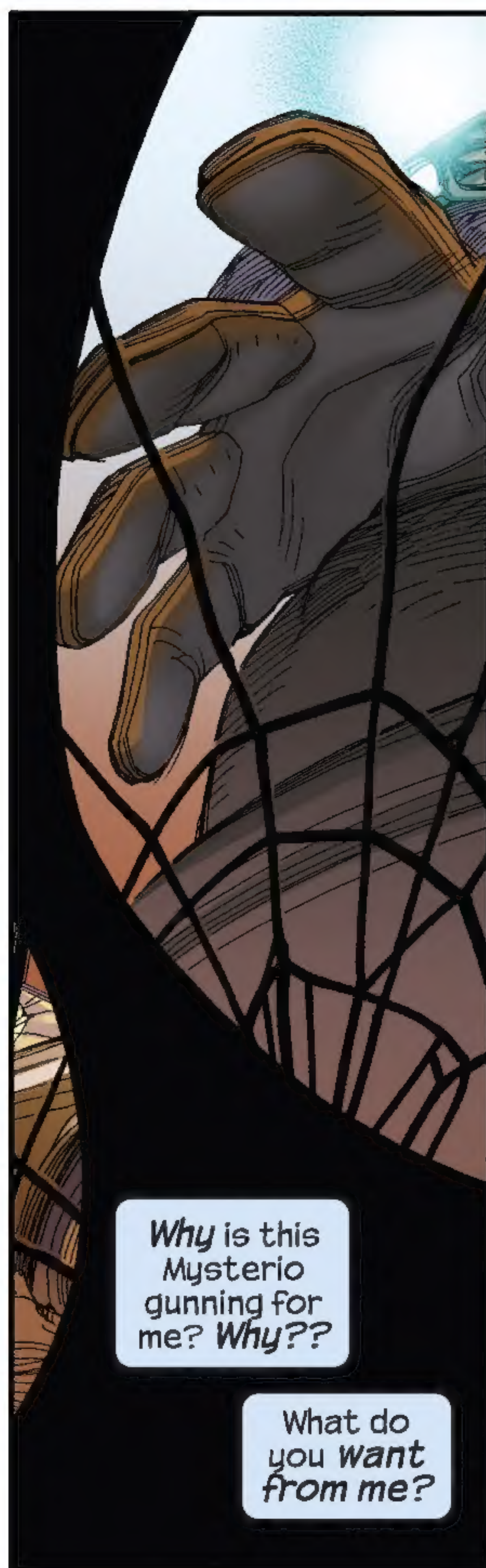


I can't--I can't get up.



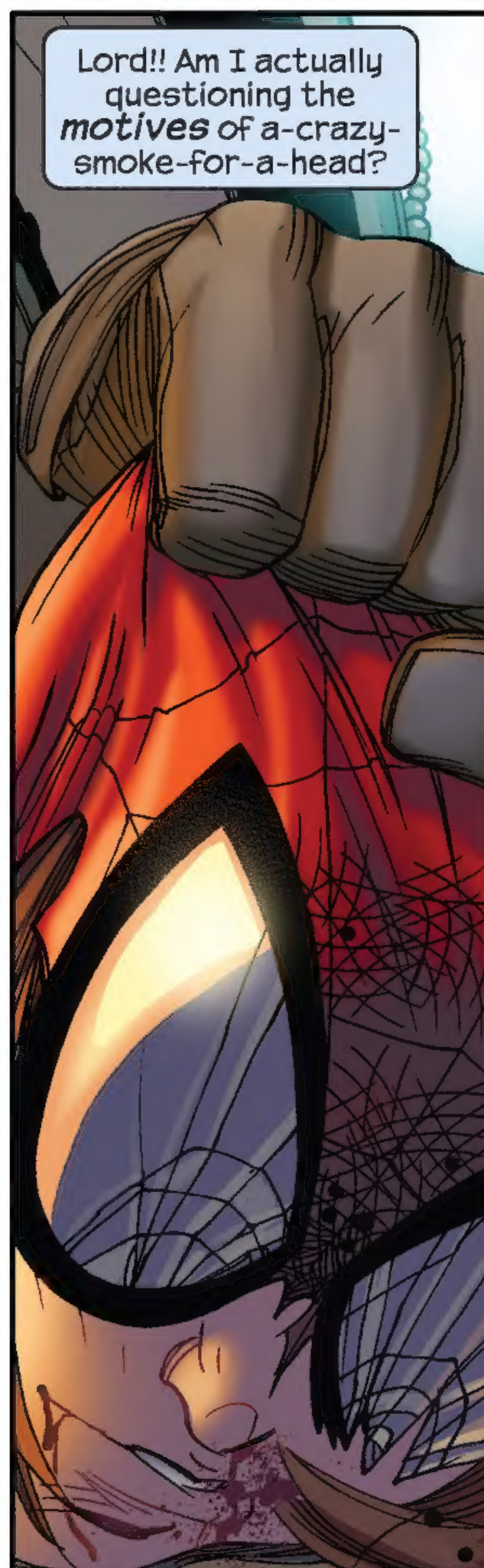
I came here to help these people and now they're just going to stand there and watch me get stomped.

No one call the cops or anything! Or the Ultimates. Or Superman. Someone!

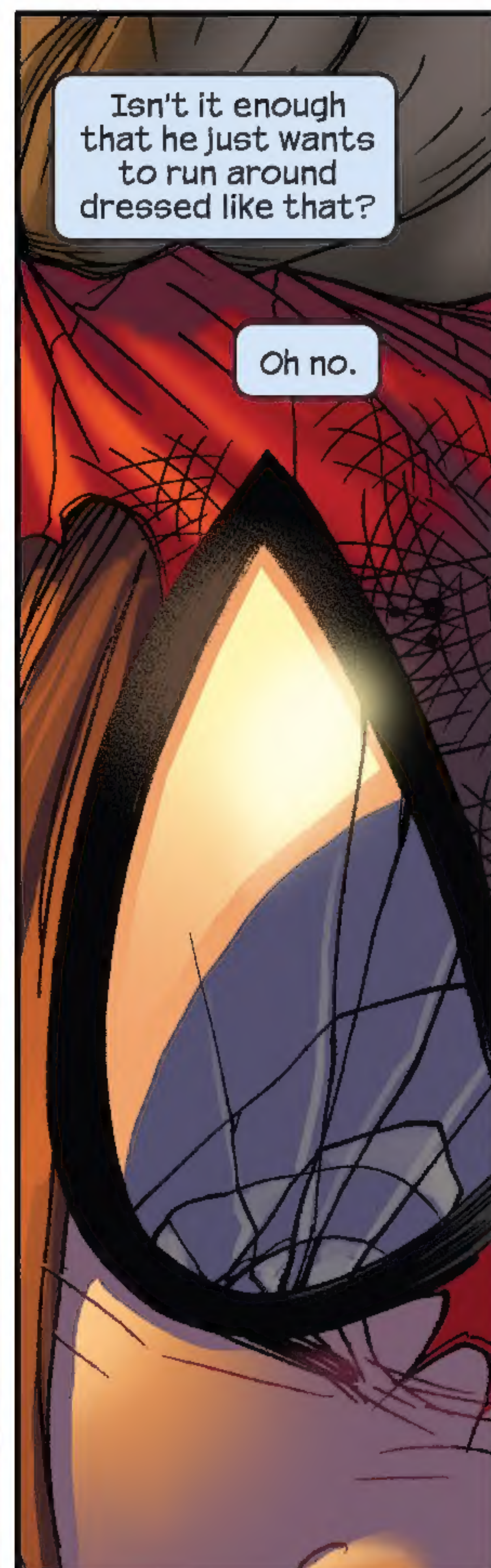


Why is this Mysterio gunning for me? *Why??*

What do you want from me?

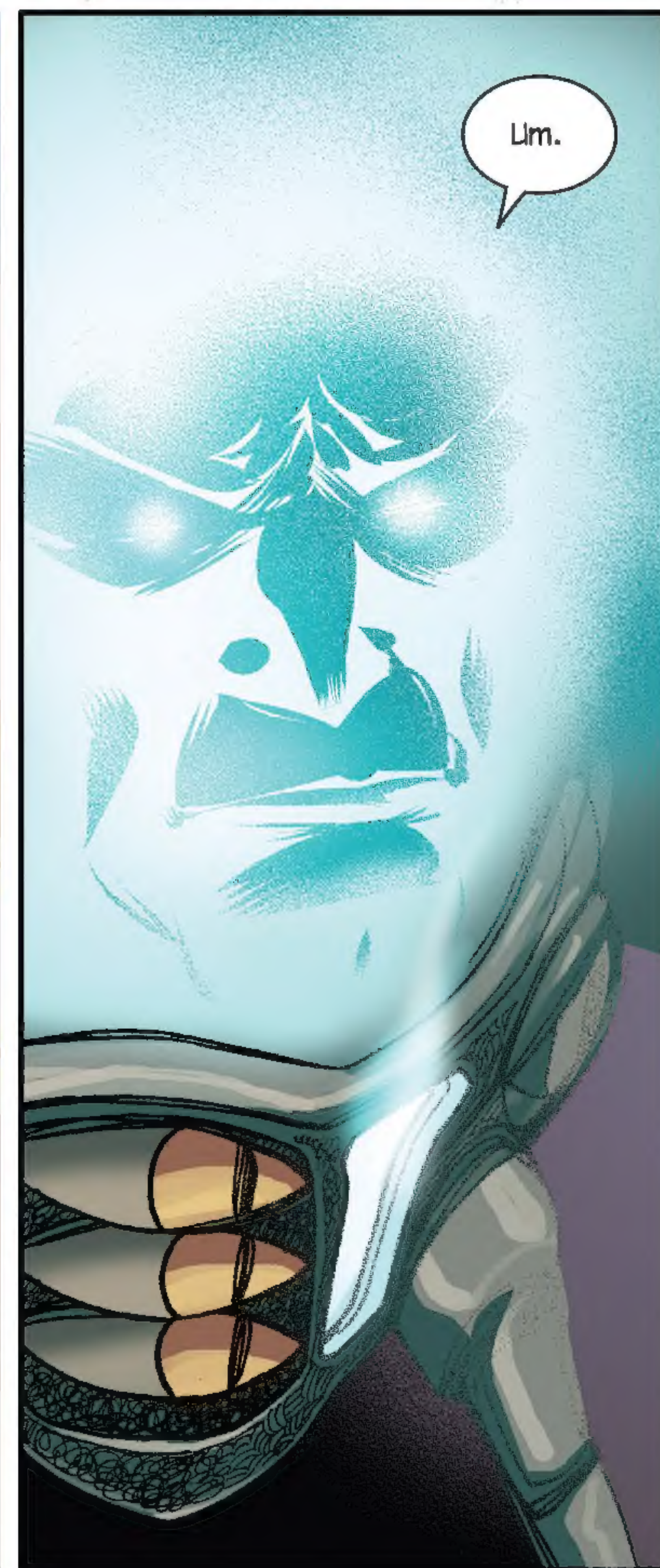
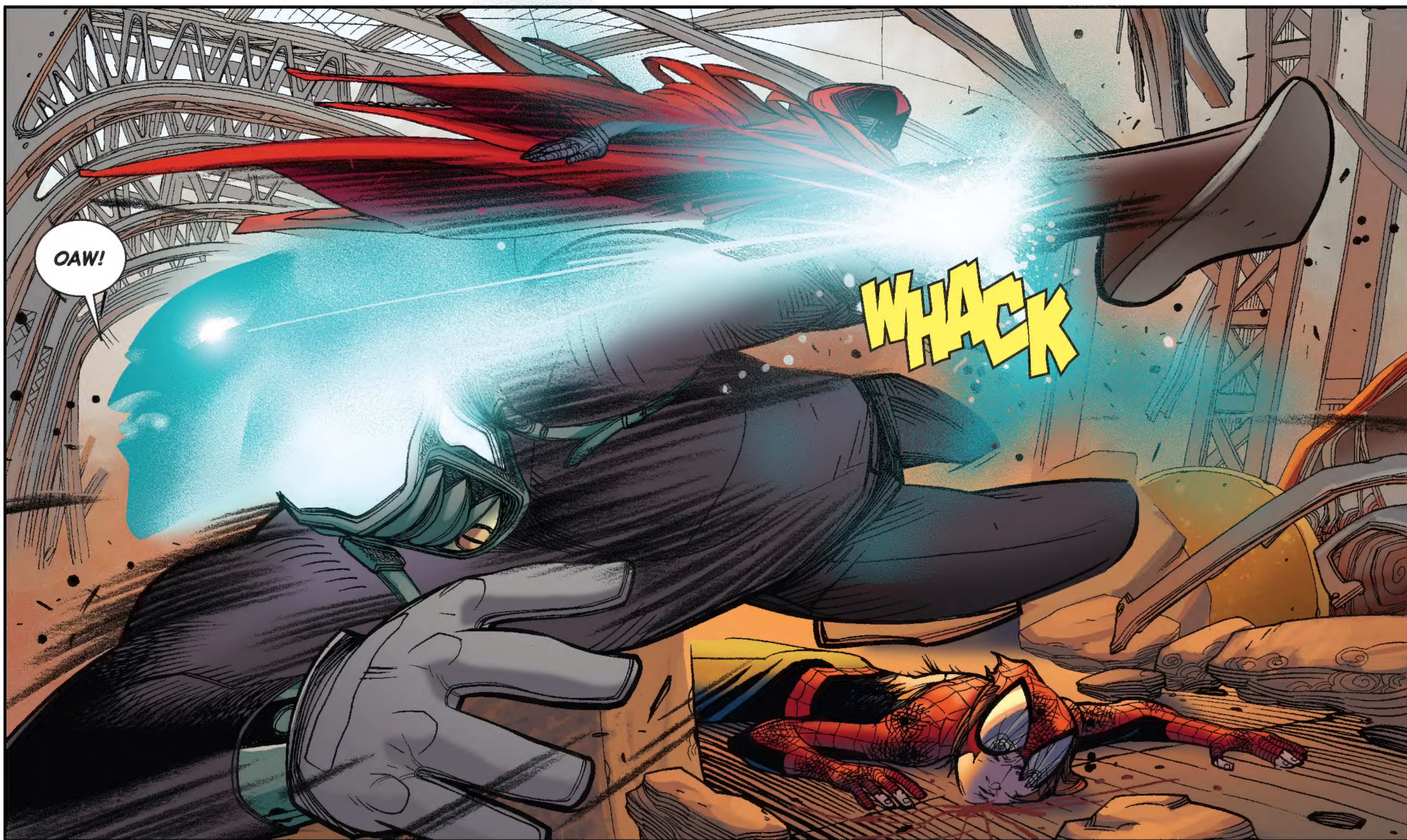


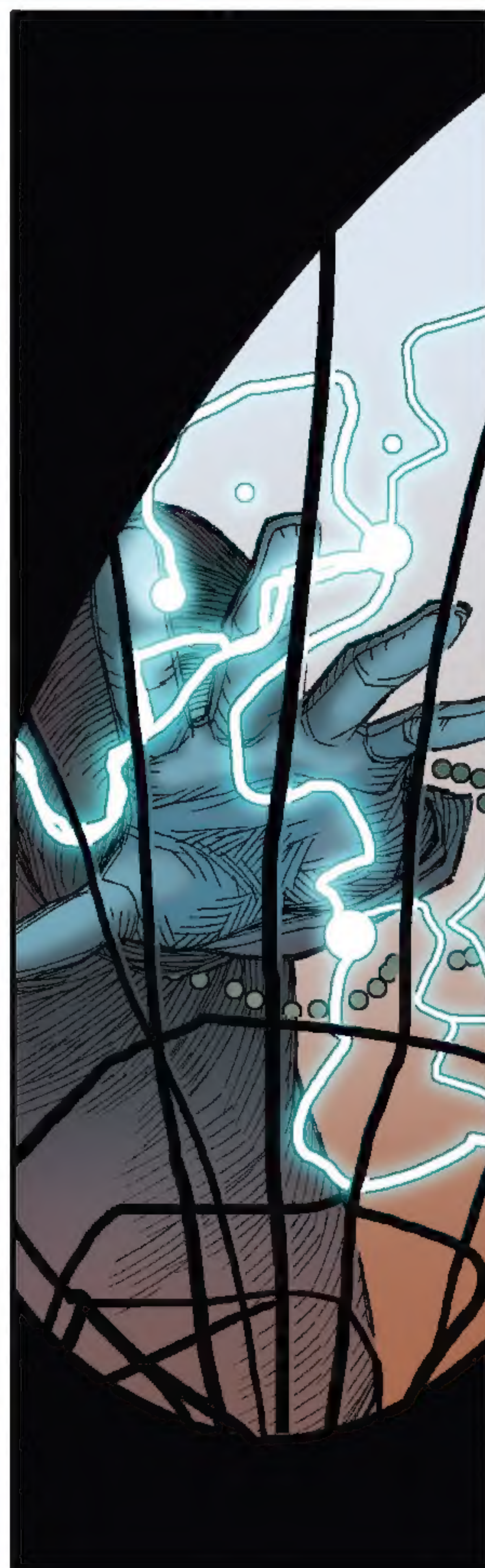
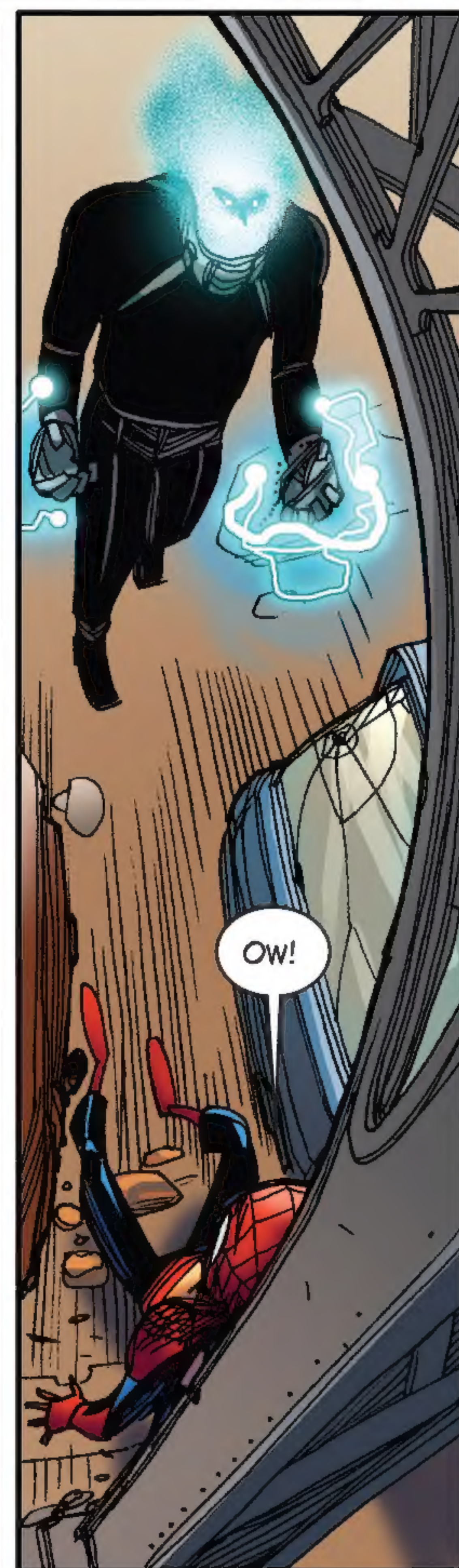
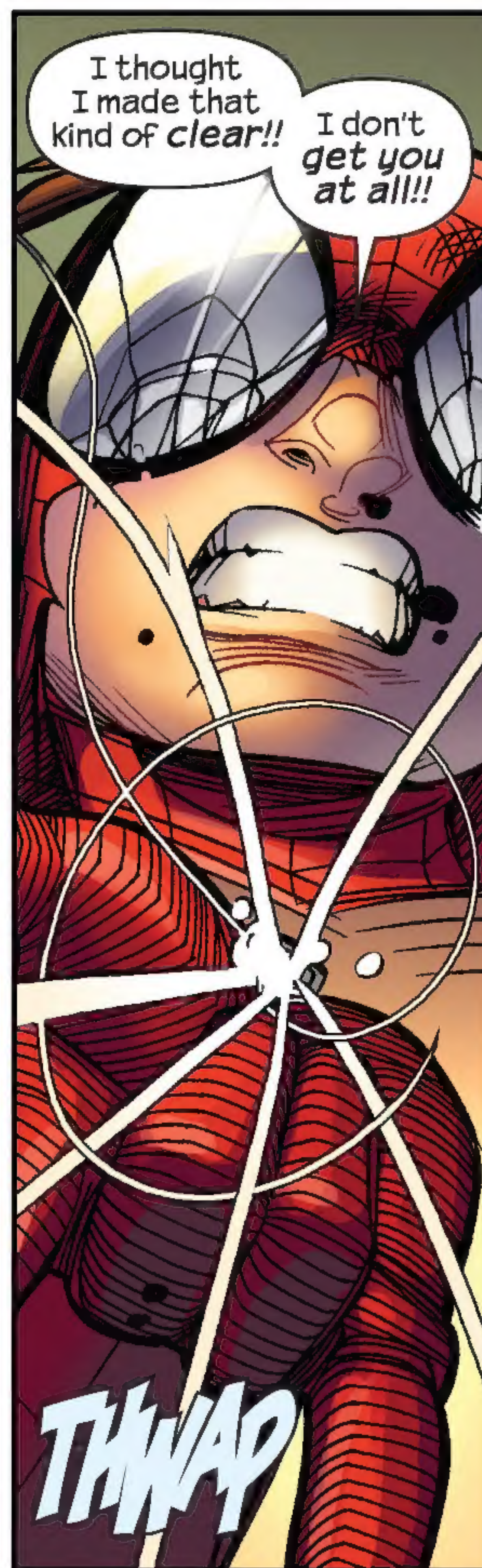
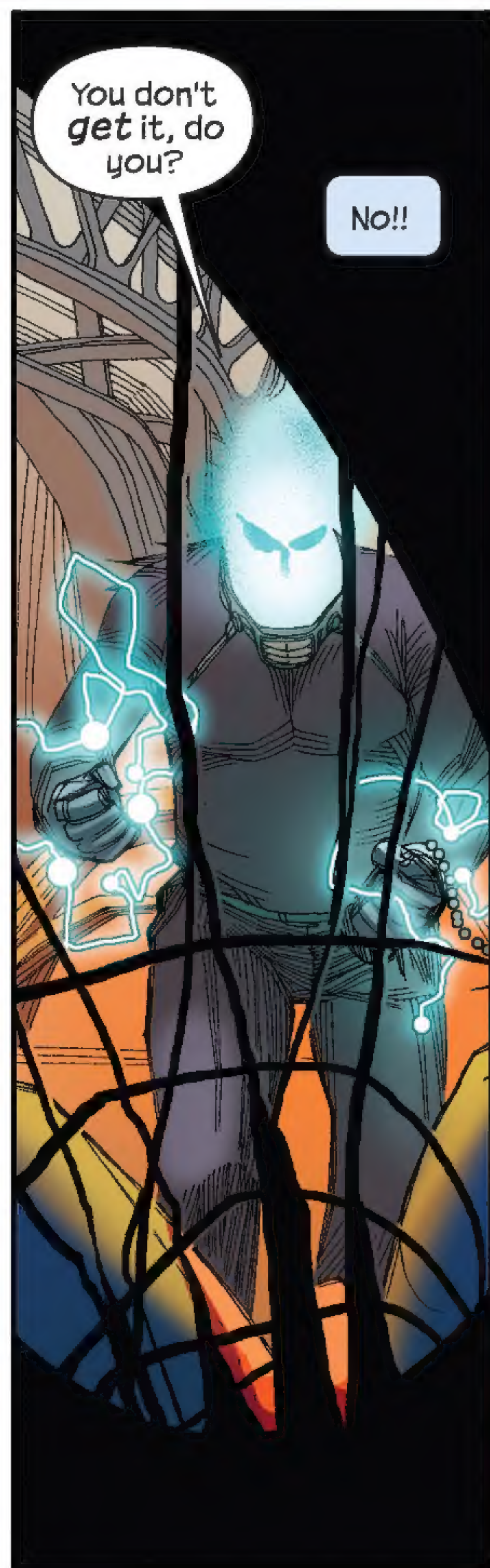
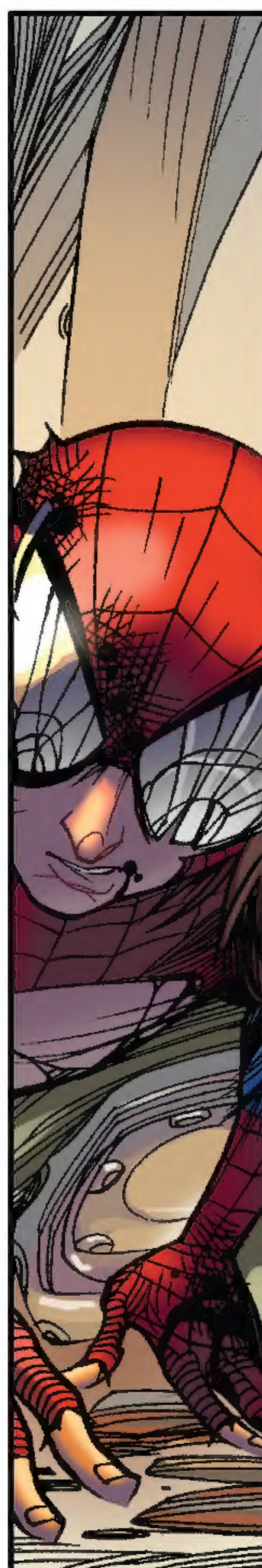
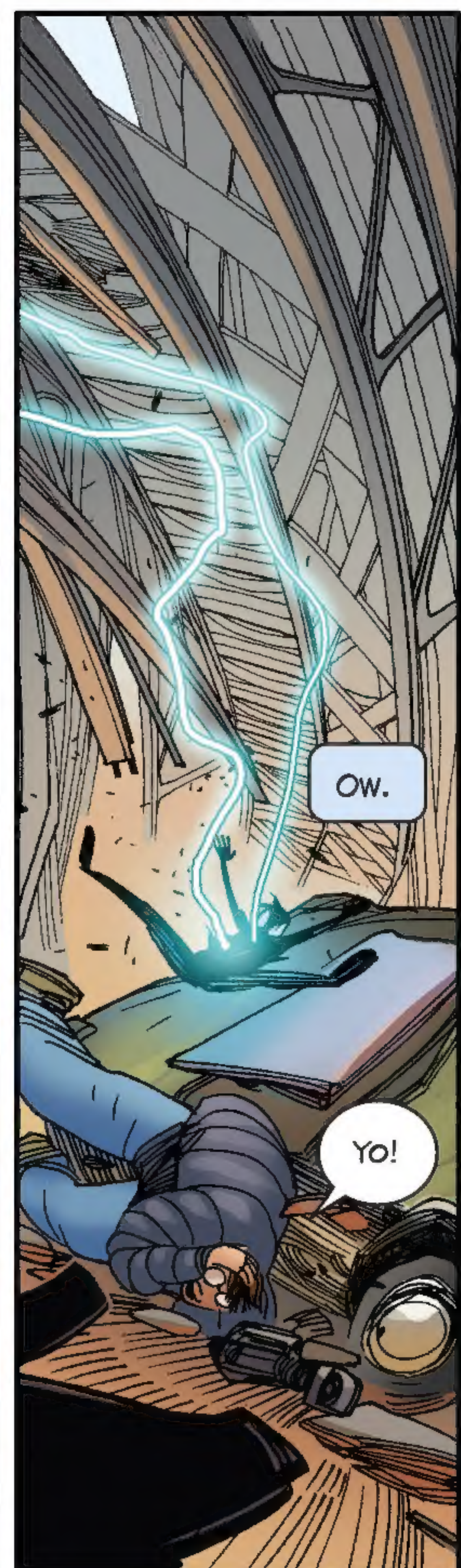
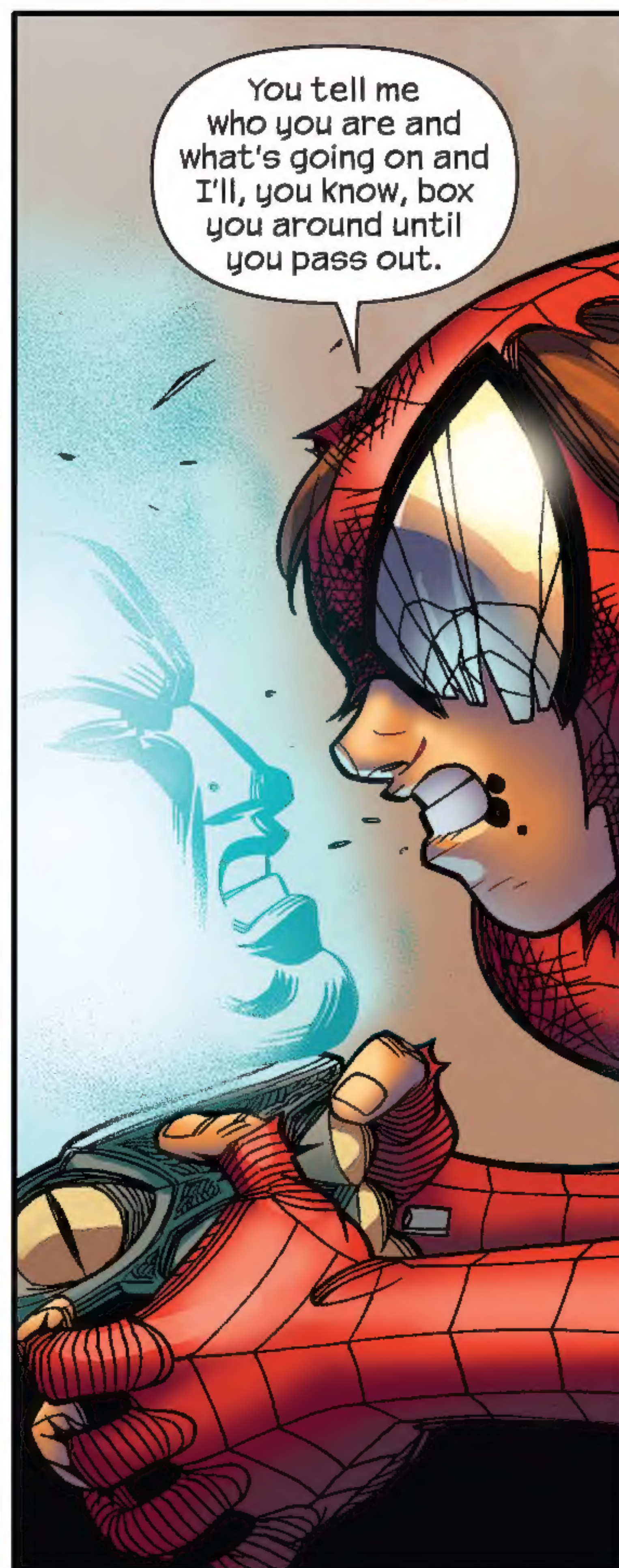
Lord!! Am I actually questioning the *motives* of a-crazy-smoke-for-a-head?



Isn't it enough that he just wants to run around dressed like that?

Oh no.





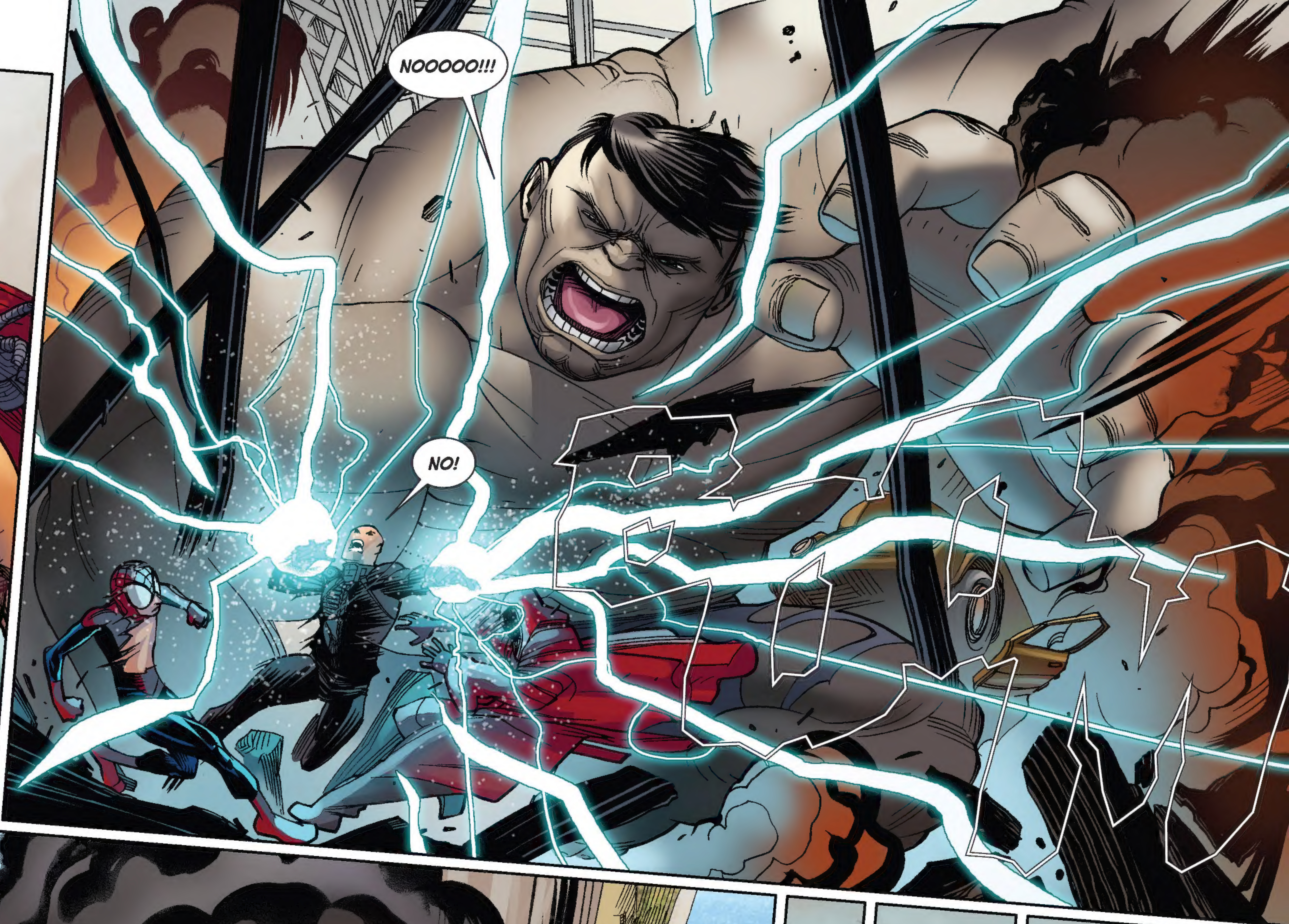


AAGH!!

SPC
SPING STING

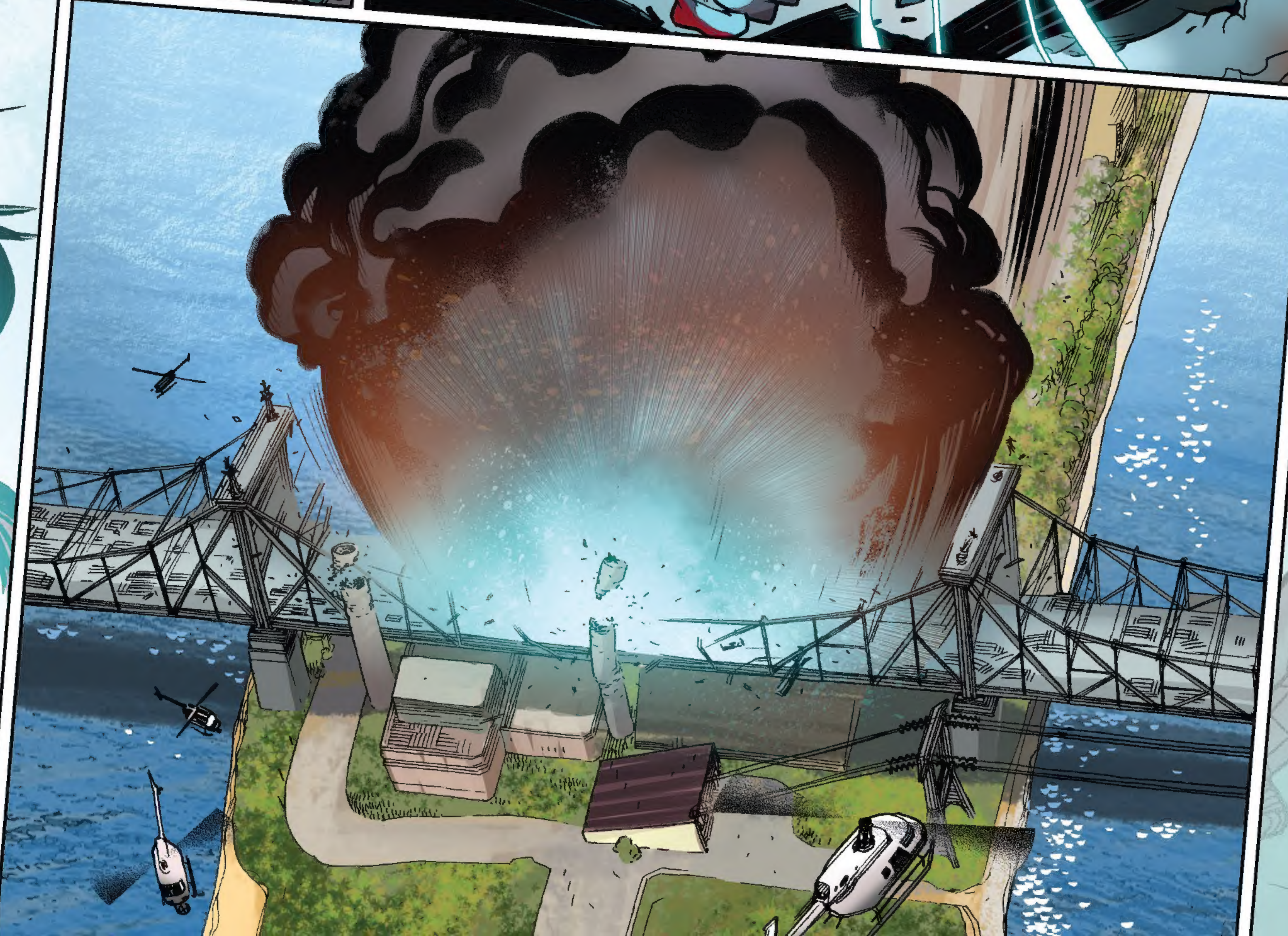
Oh
no...

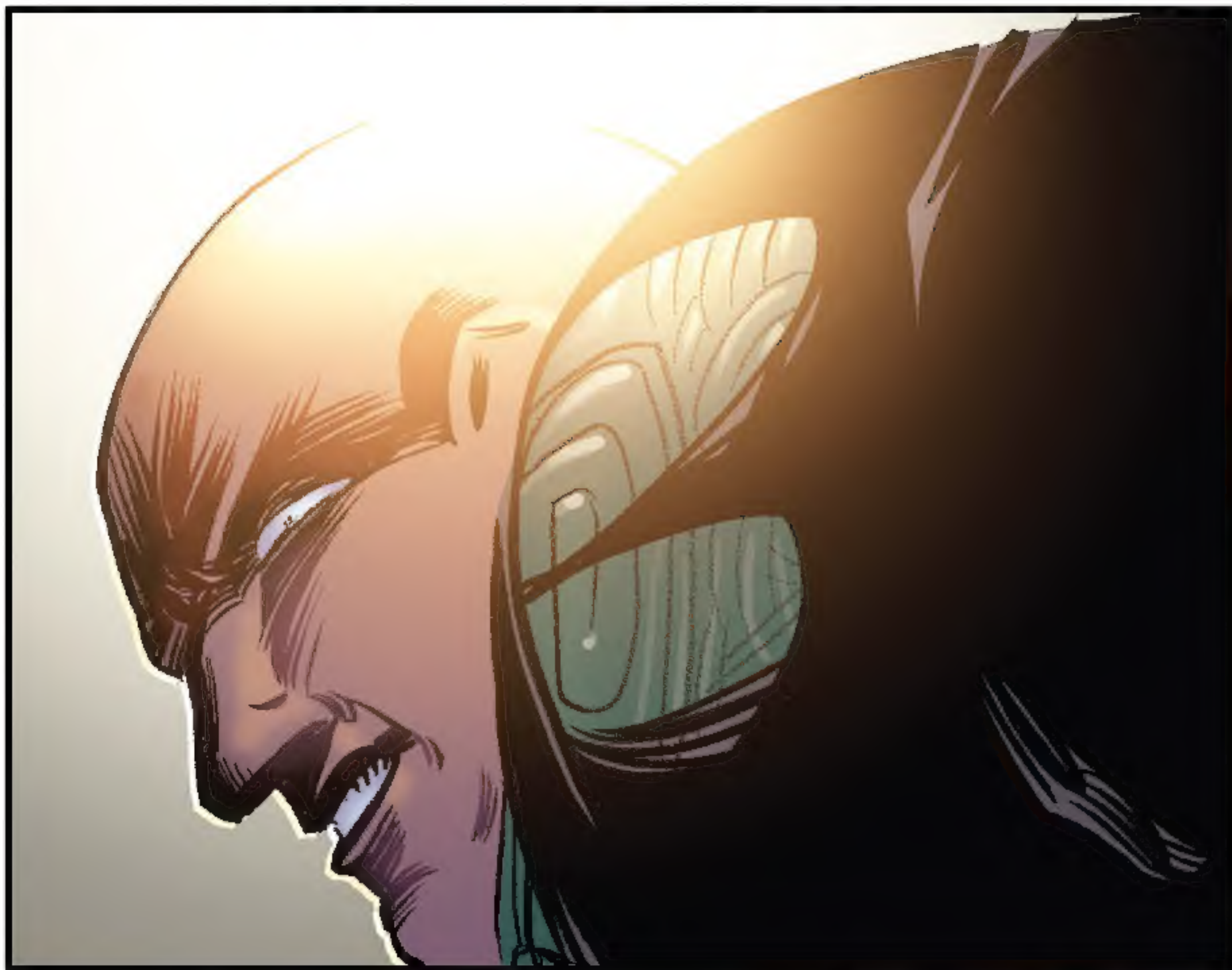
Oh no!!
Oh no!!

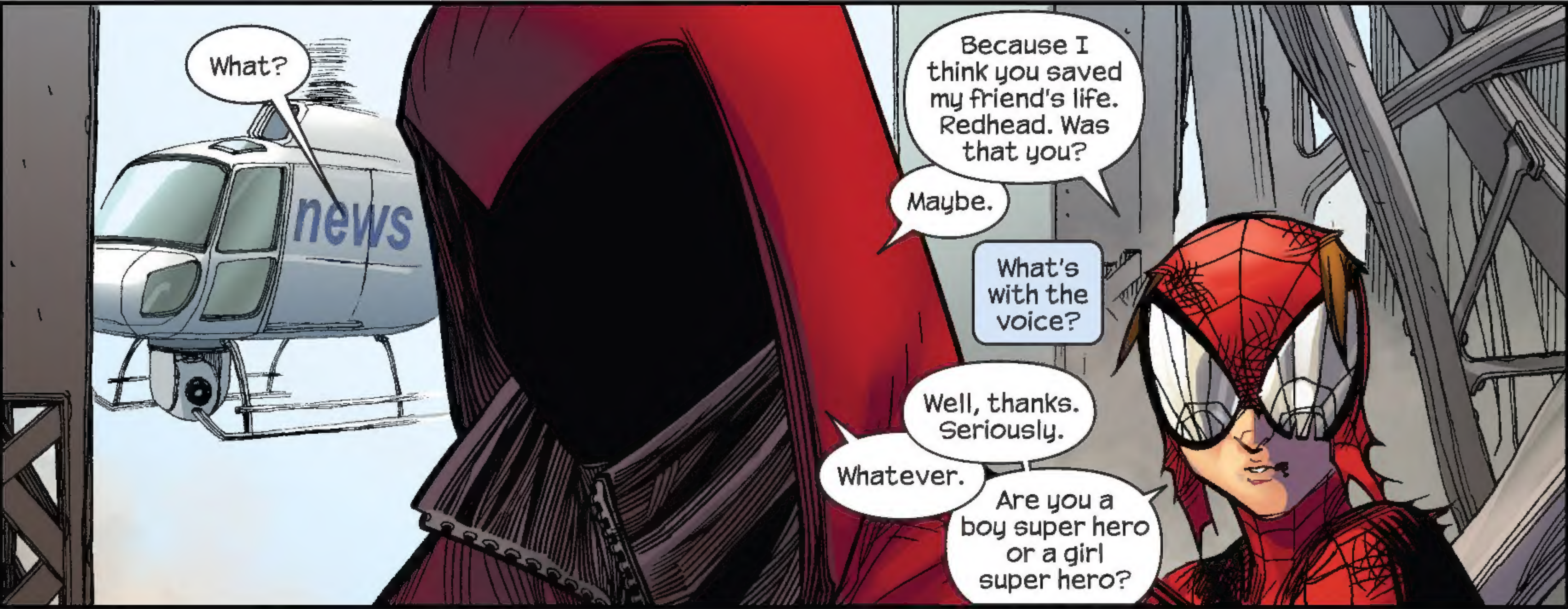


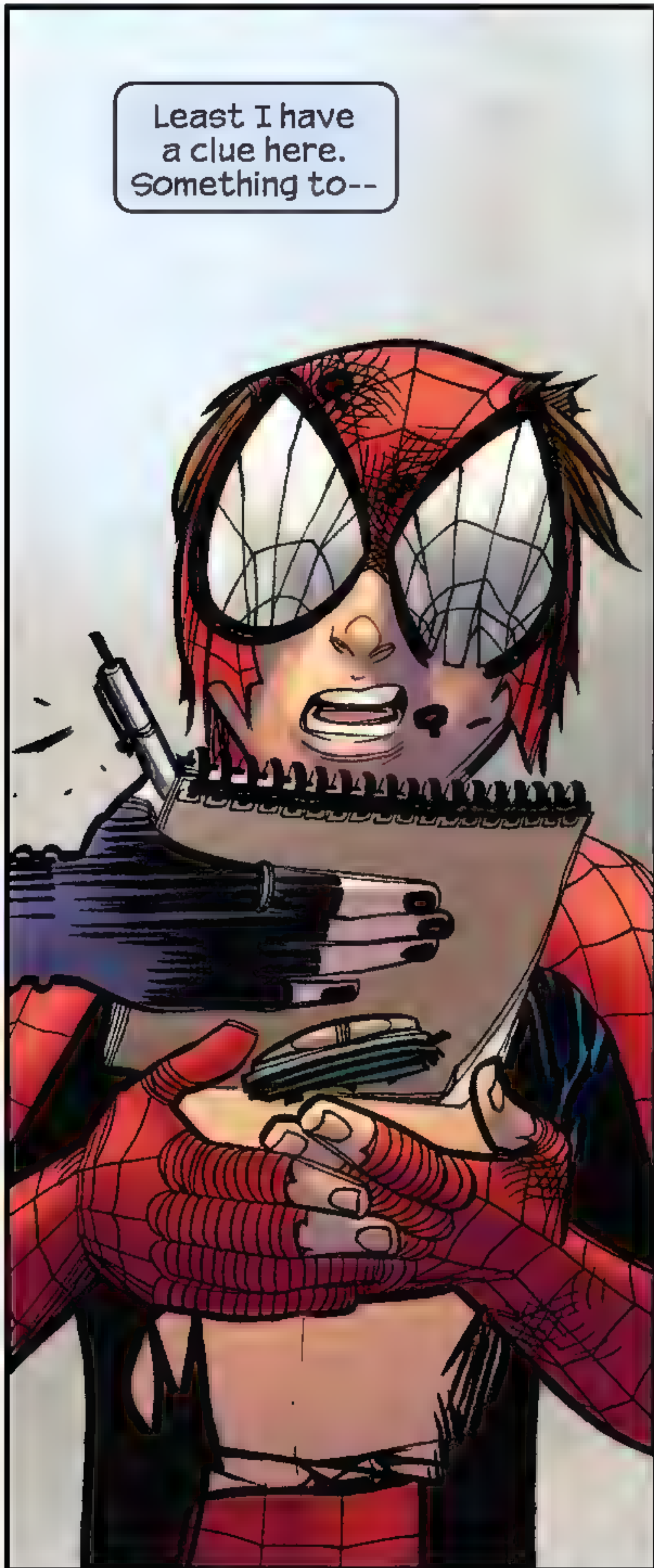
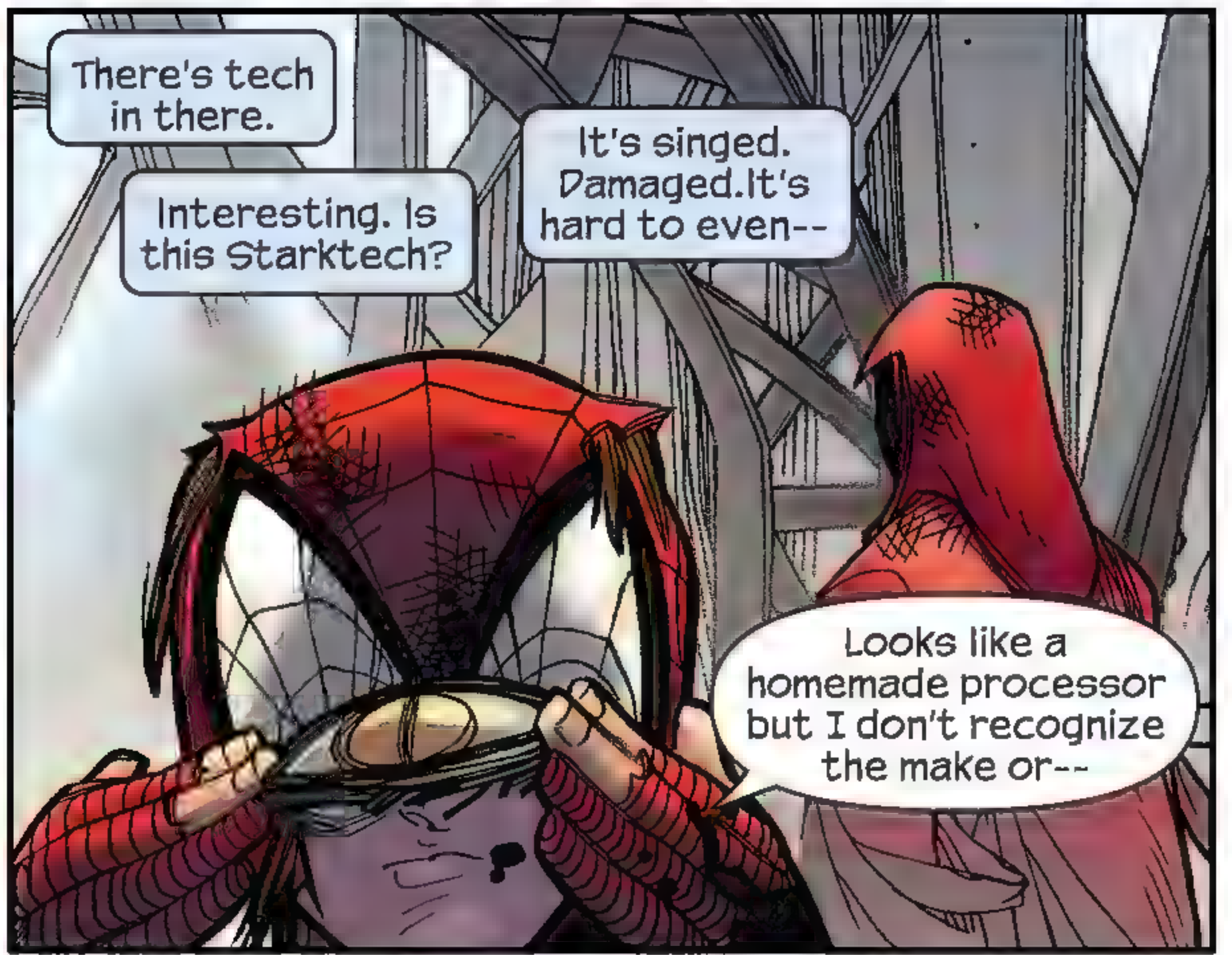
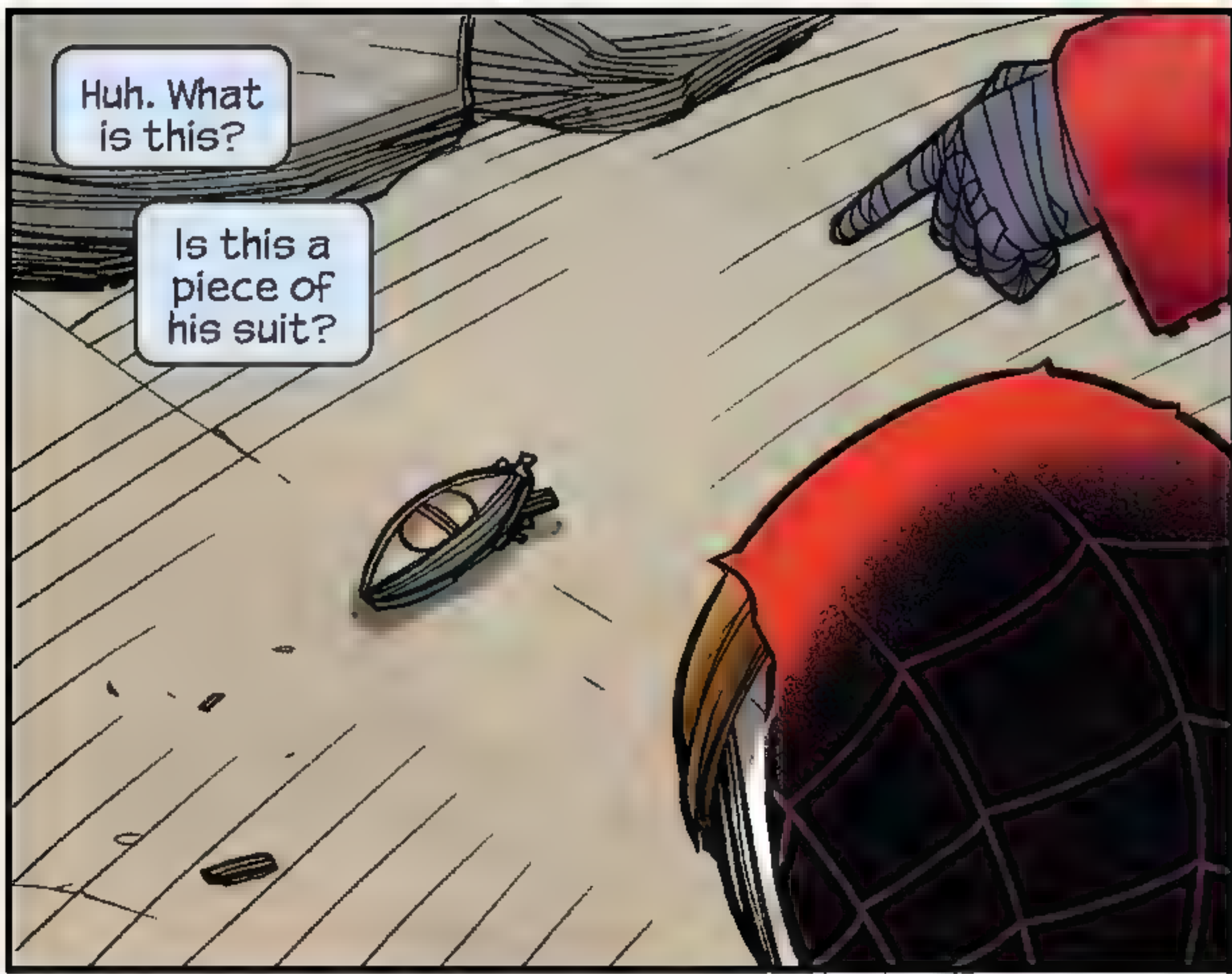
NOOOOOO!!!

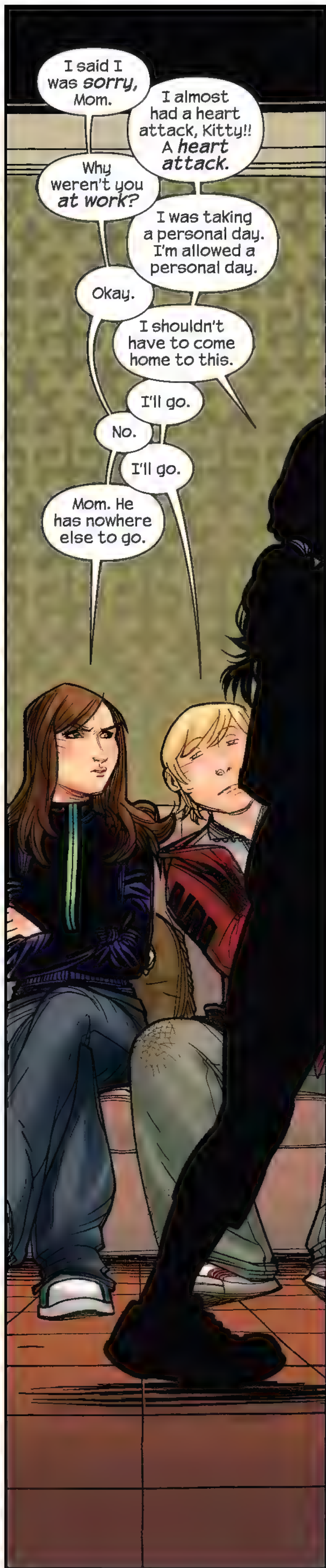
NO!











I said I was *sorry*, Mom.

I almost had a heart attack, Kitty!! A *heart attack*.

Why weren't you *at work*?

I was taking a personal day. I'm allowed a personal day.

Okay.

I shouldn't have to come home to this.

I'll go.

No.

I'll go.

Mom. He has nowhere else to go.



How is *this* my problem?

Mom!!

How is this my problem??!!

Call his mom.

Oh, I did.

She did.

And?

She hung up half-way through.

Kitty... they want to *expel* you as it is. It's not safe for you or him.

Told you.

They can't expel me.

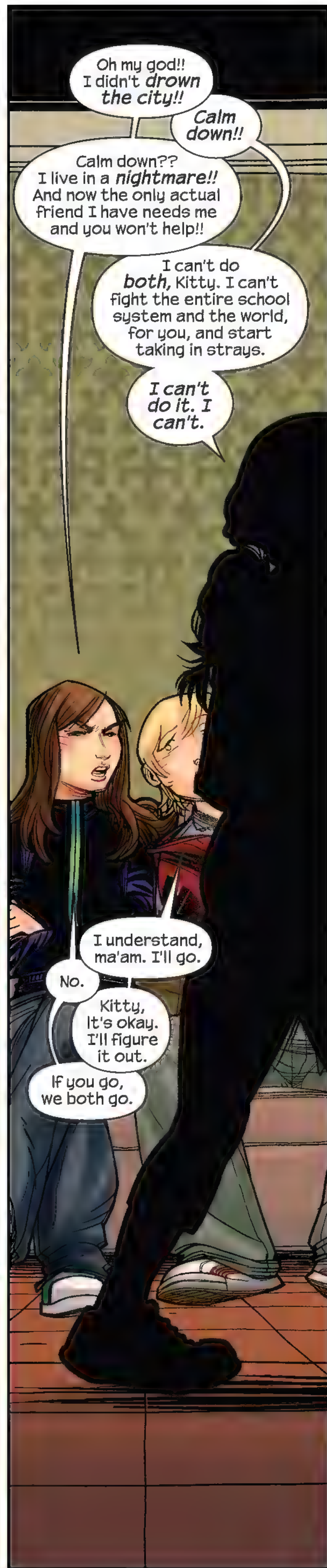
They think they can.

I didn't do anything.

They think you're a disruption.

I didn't *do anything*.

I know.



Oh my god!! I didn't *drown the city*!!

Calm down!!

Calm down?? I live in a *nightmare*!! And now the only actual friend I have needs me and you won't help!!

I can't do *both*, Kitty. I can't fight the entire school system and the world, for you, and start taking in strays.

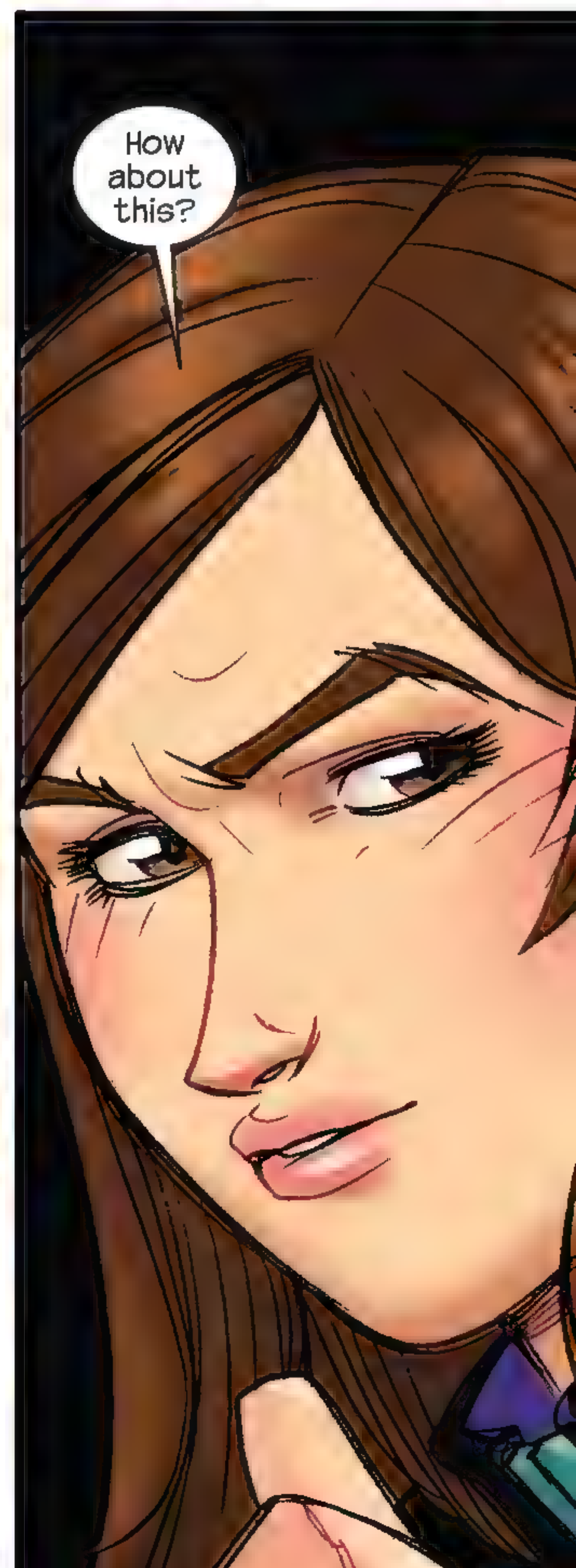
I can't do it. I can't.

I understand, ma'am. I'll go.

No.

Kitty, it's okay. I'll figure it out.

If you go, we both go.

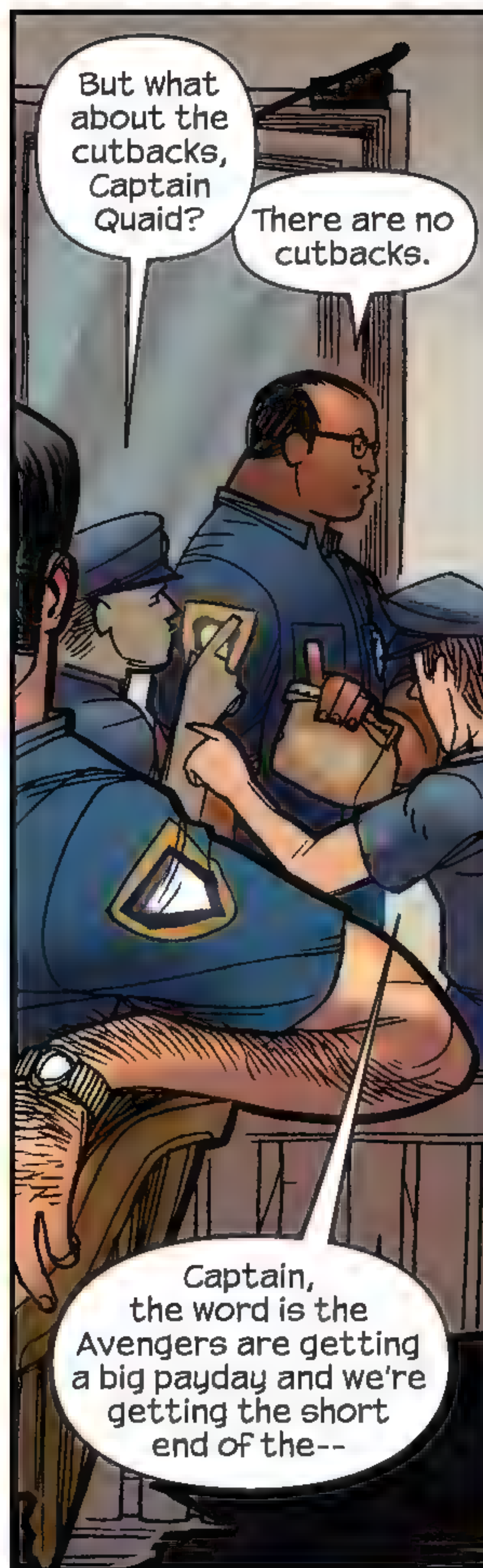




I was reborn!!
Rebirthed!!

No one cares!!

Seriously.



But what about the cutbacks, Captain Quaid?

There are no cutbacks.

Captain, the word is the Avengers are getting a big payday and we're getting the short end of the--



You wanna get paid? Do your job.

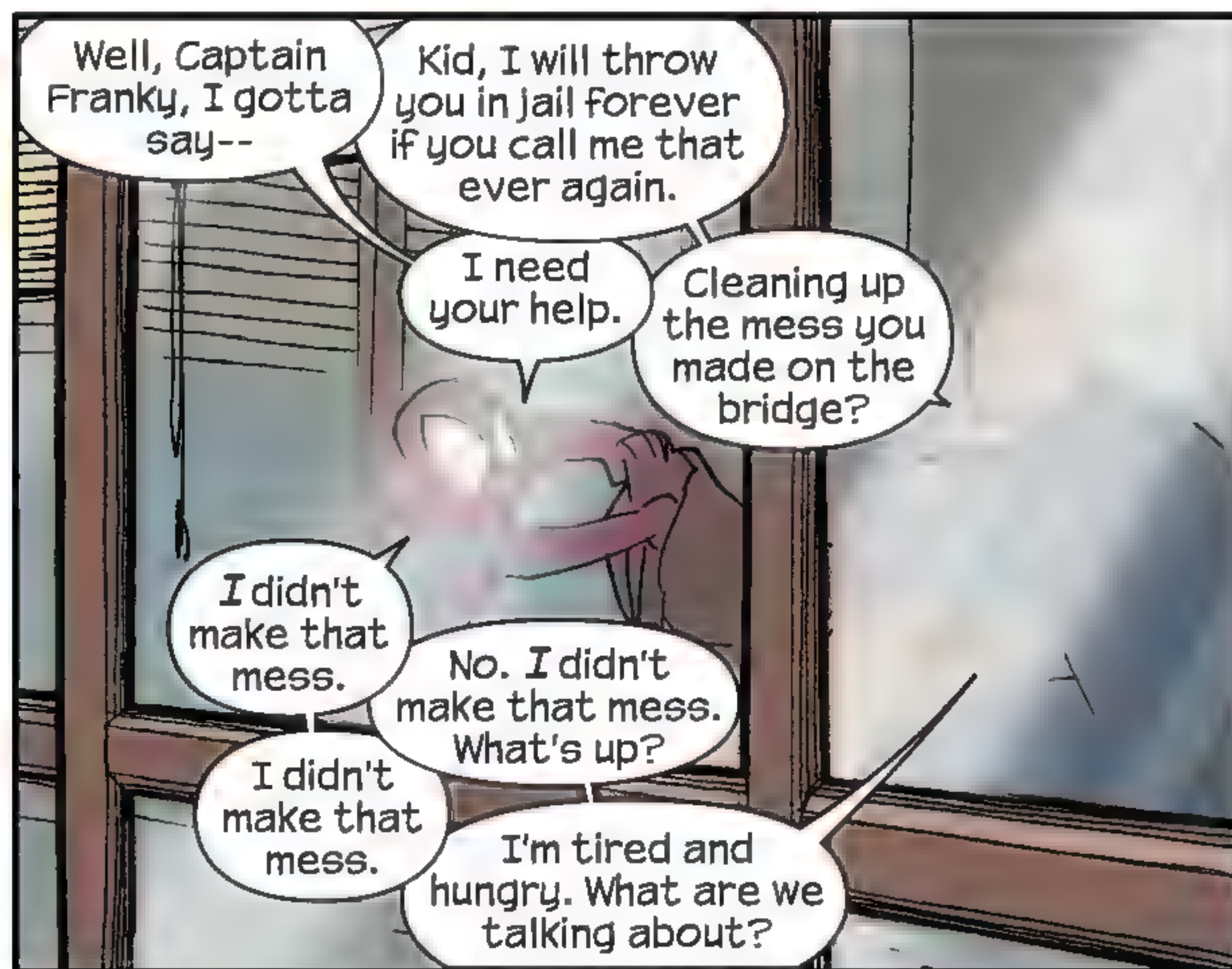
Don't worry about the costumes, don't worry about all the--



I tried to make an appointment but they hung up on me.



Get the hell in my office.



Well, Captain Franky, I gotta say--

Kid, I will throw you in jail forever if you call me that ever again.

I need your help.

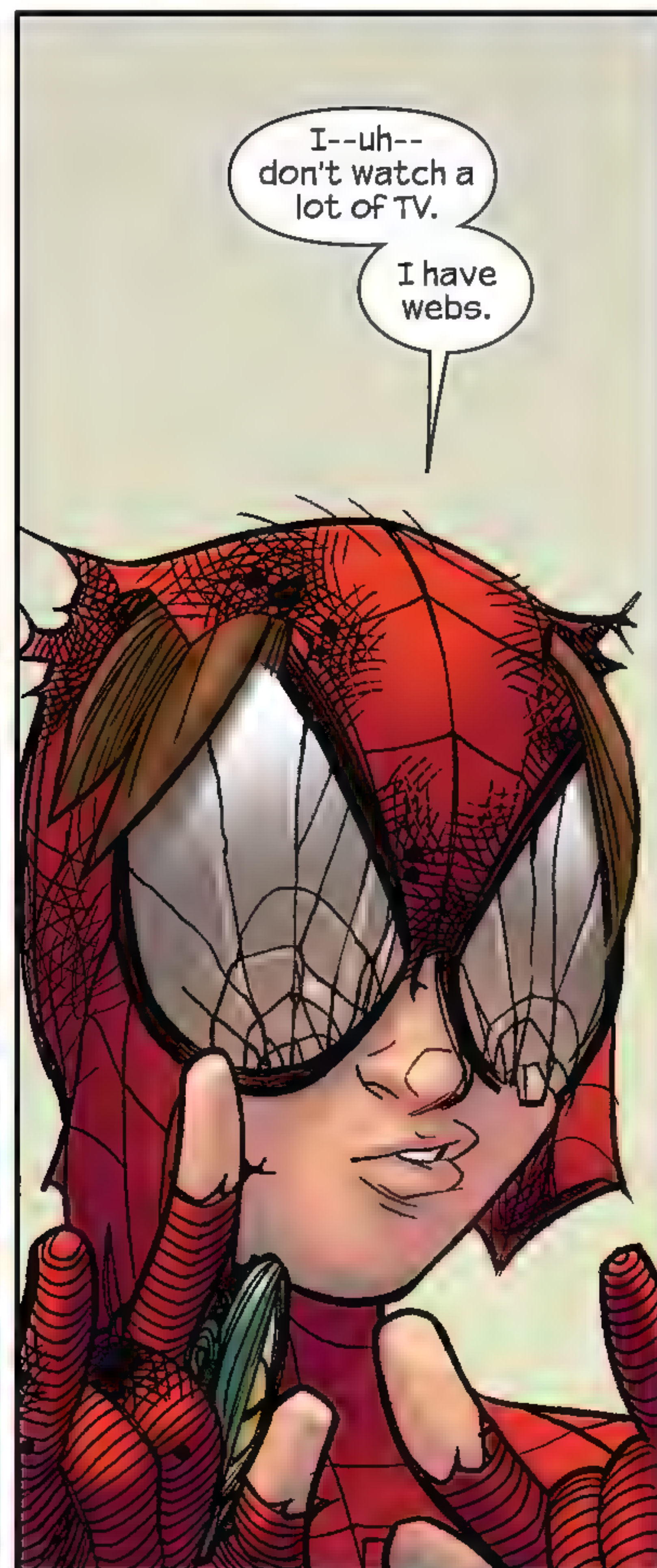
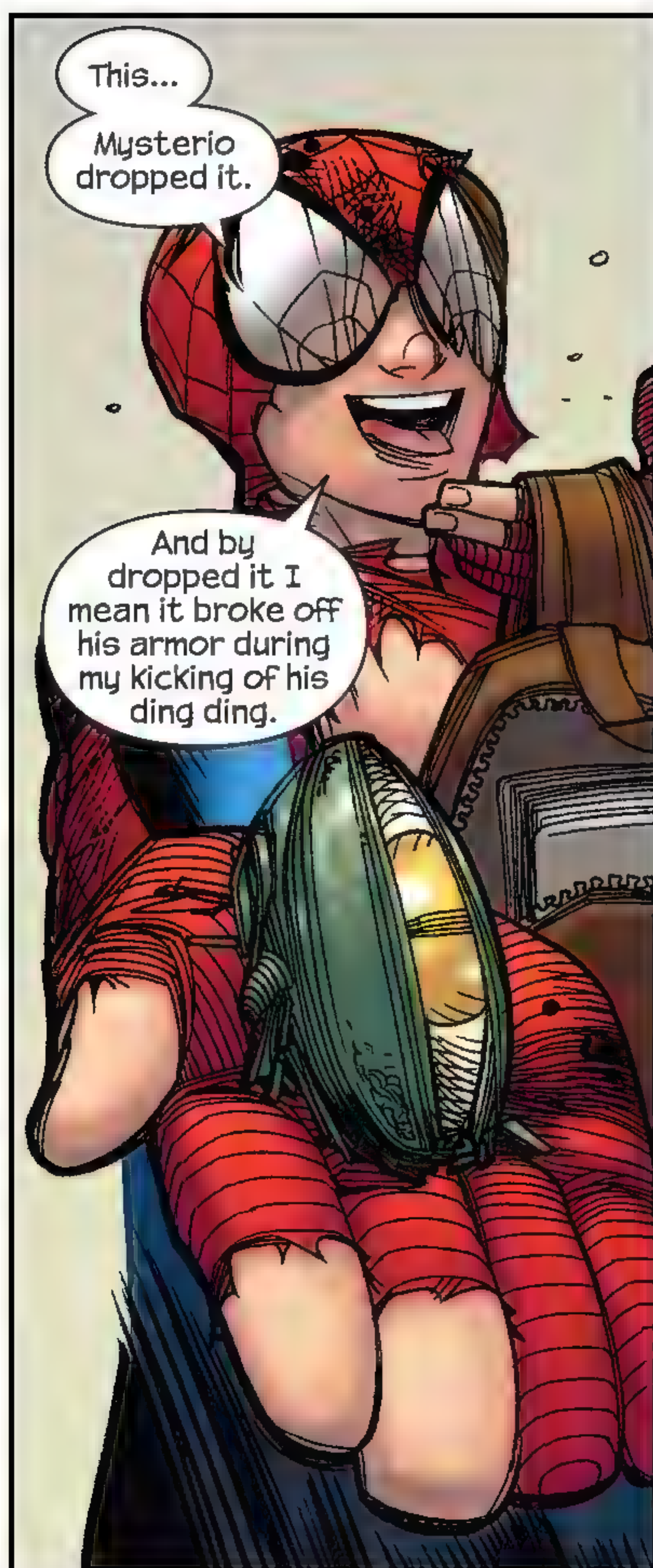
Cleaning up the mess you made on the bridge?

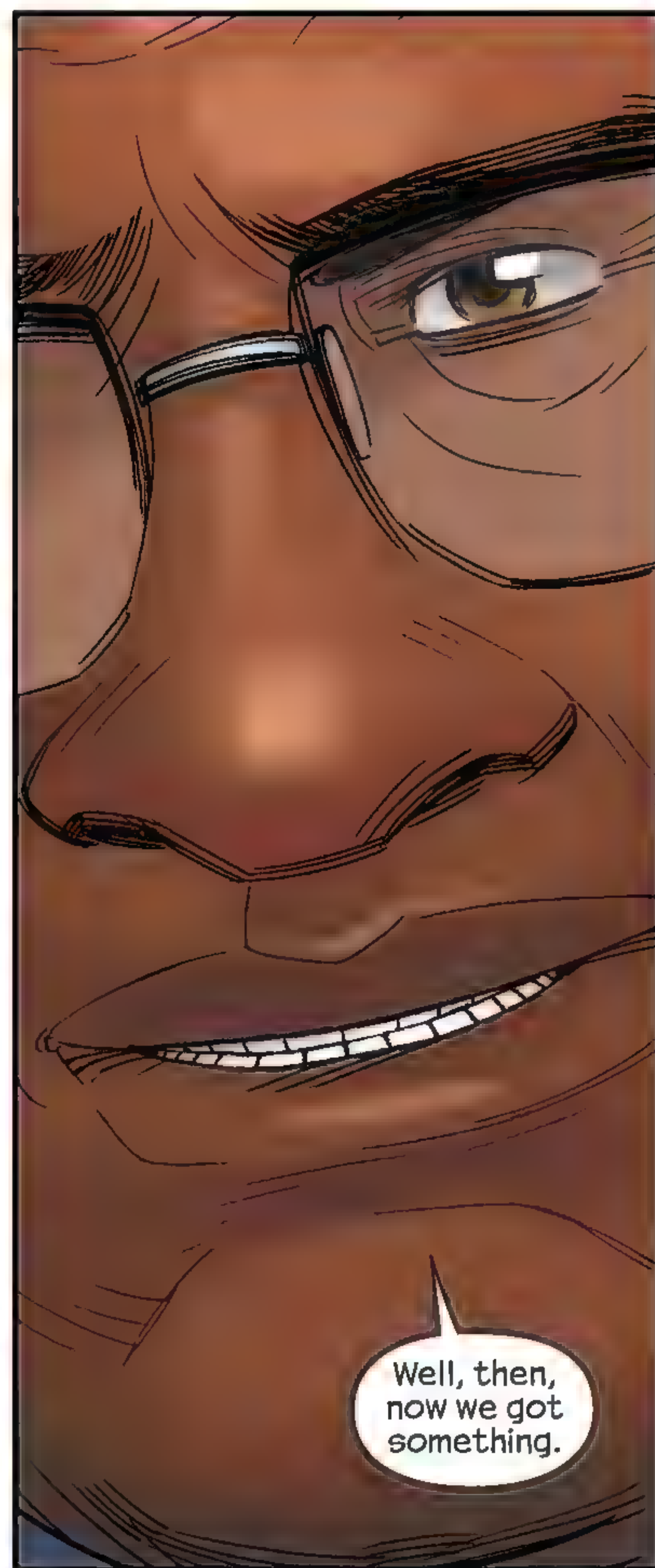
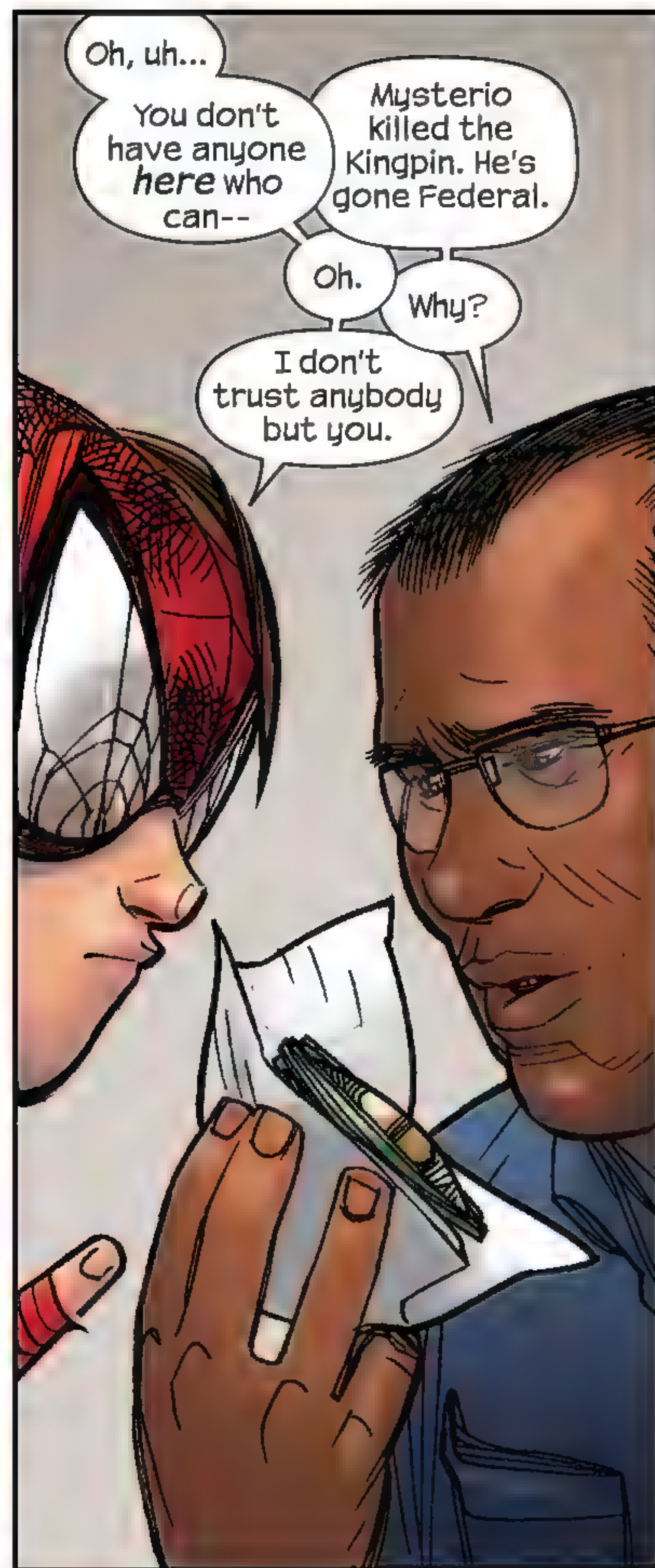
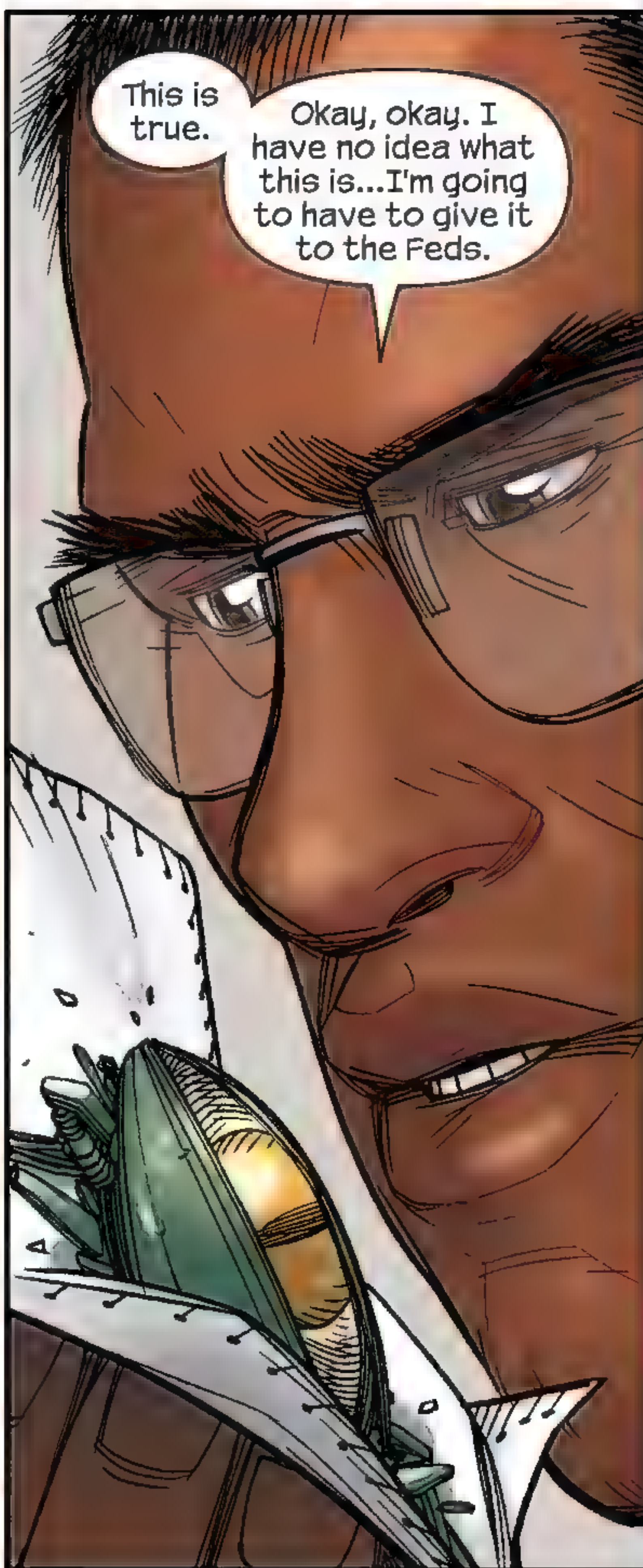
I didn't make that mess.

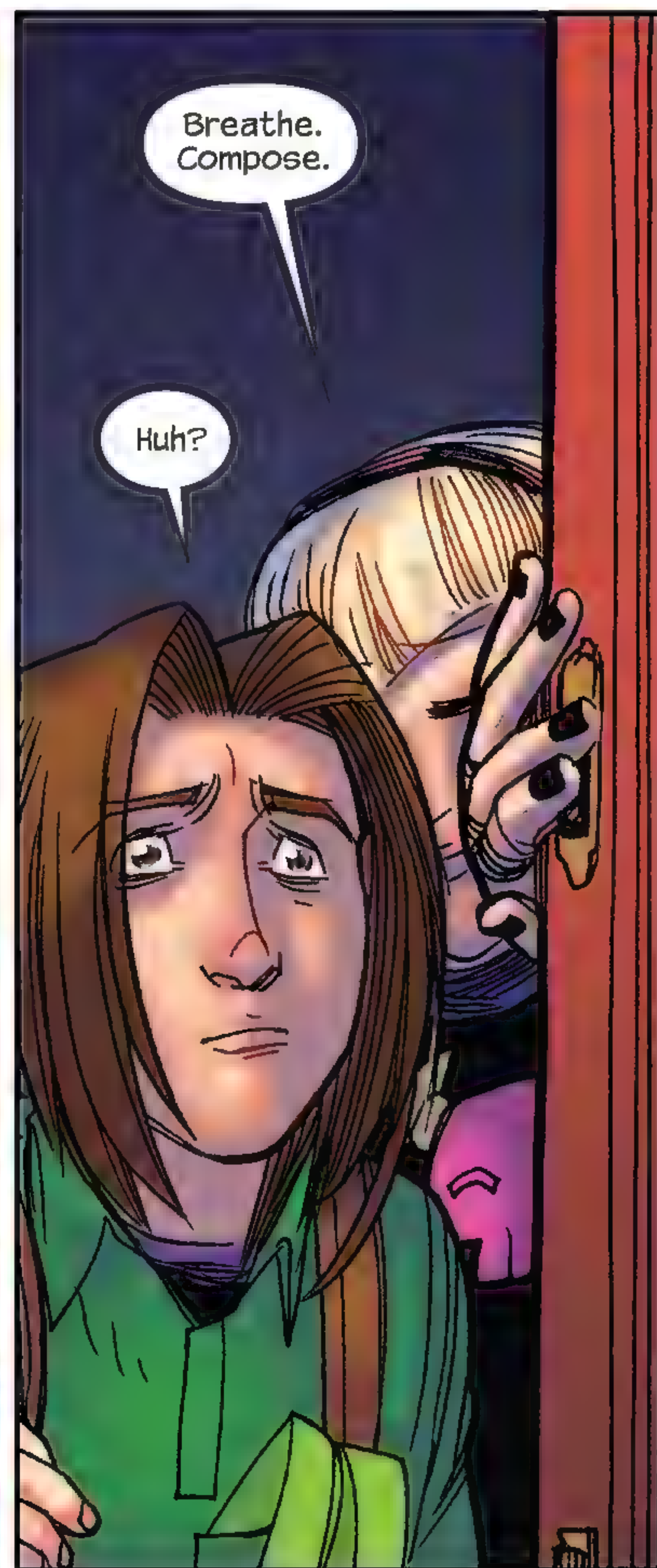
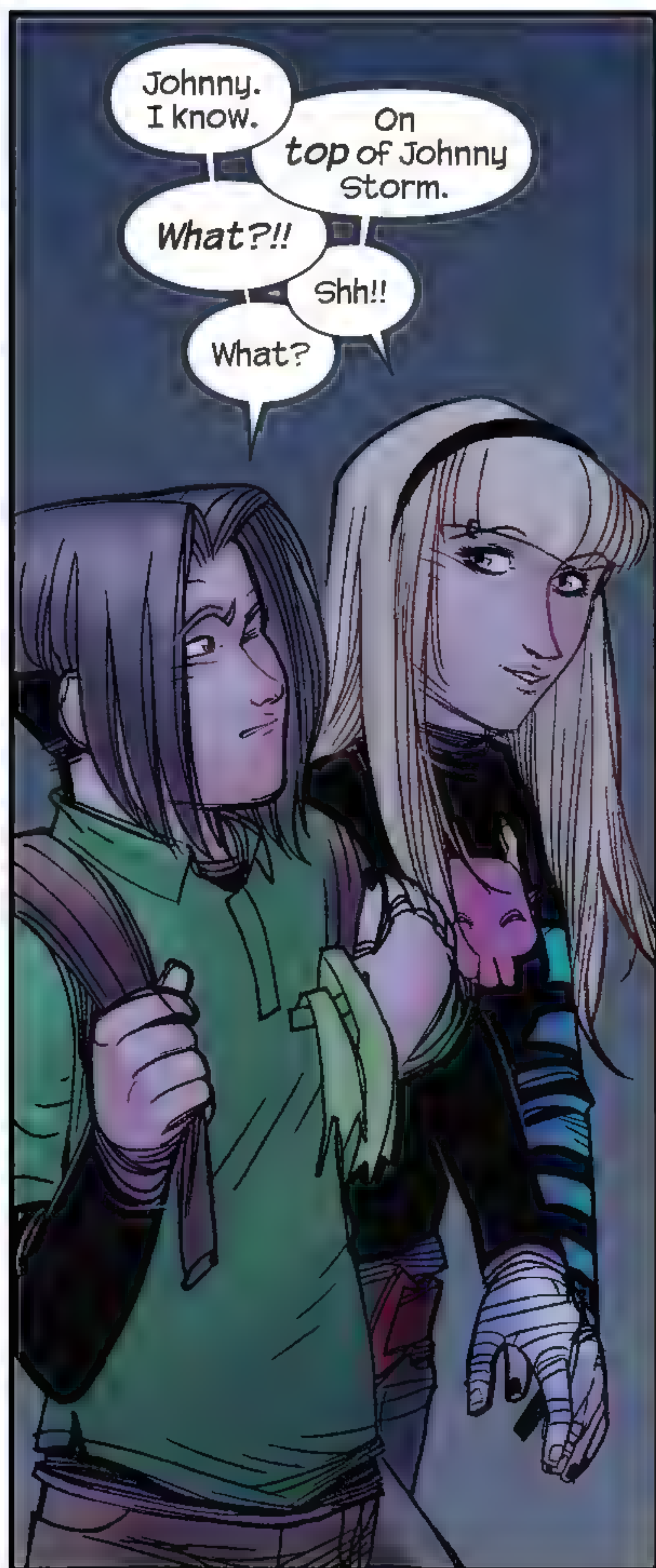
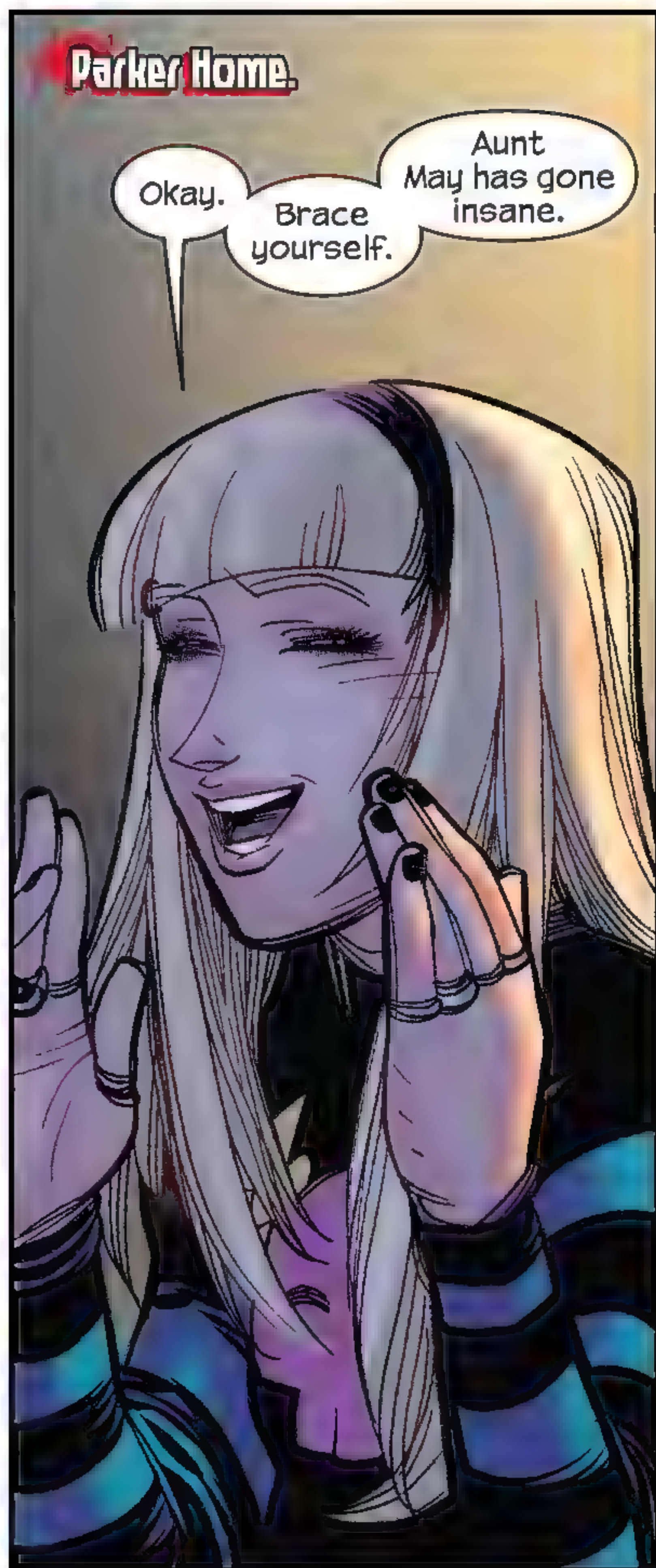
No. I didn't make that mess. What's up?

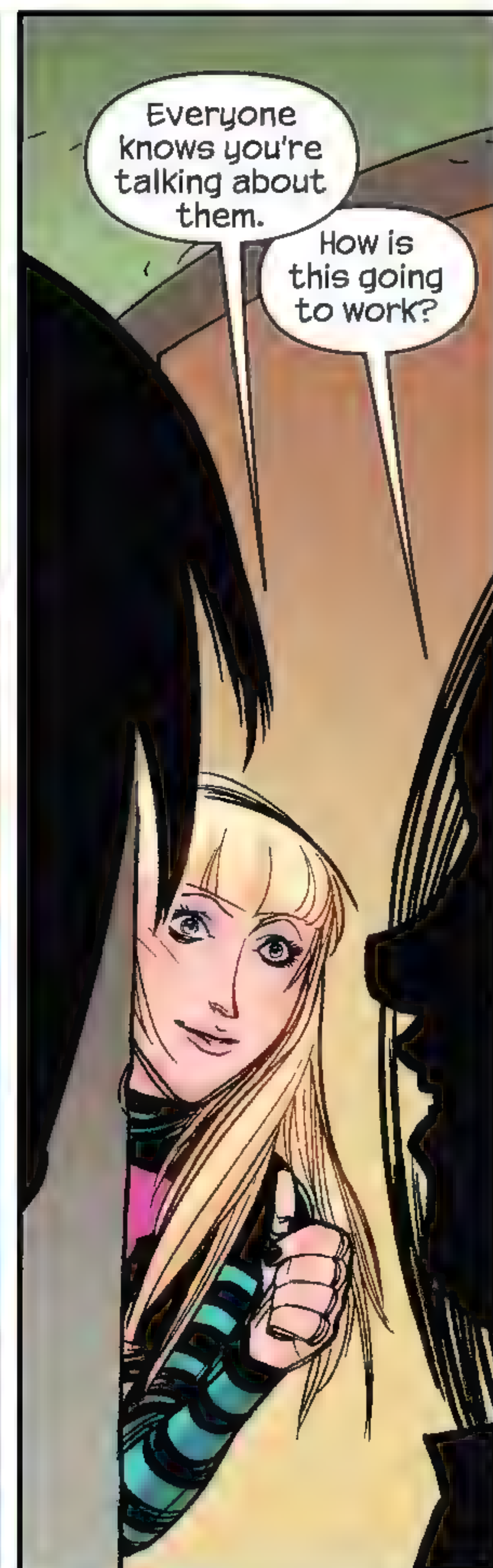
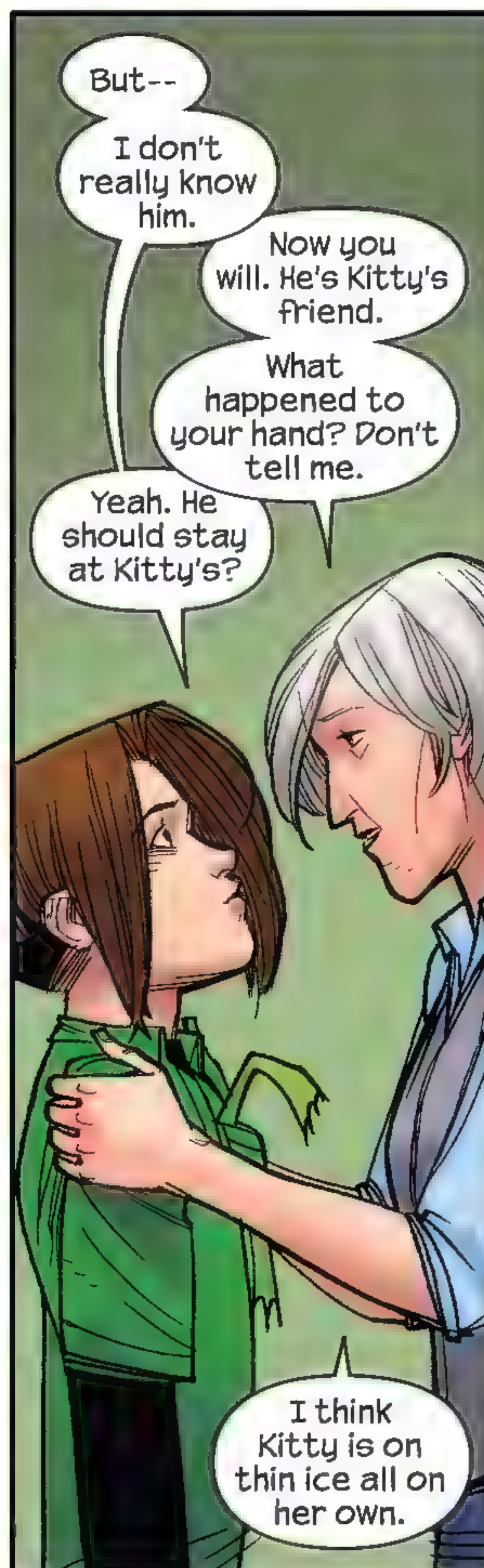
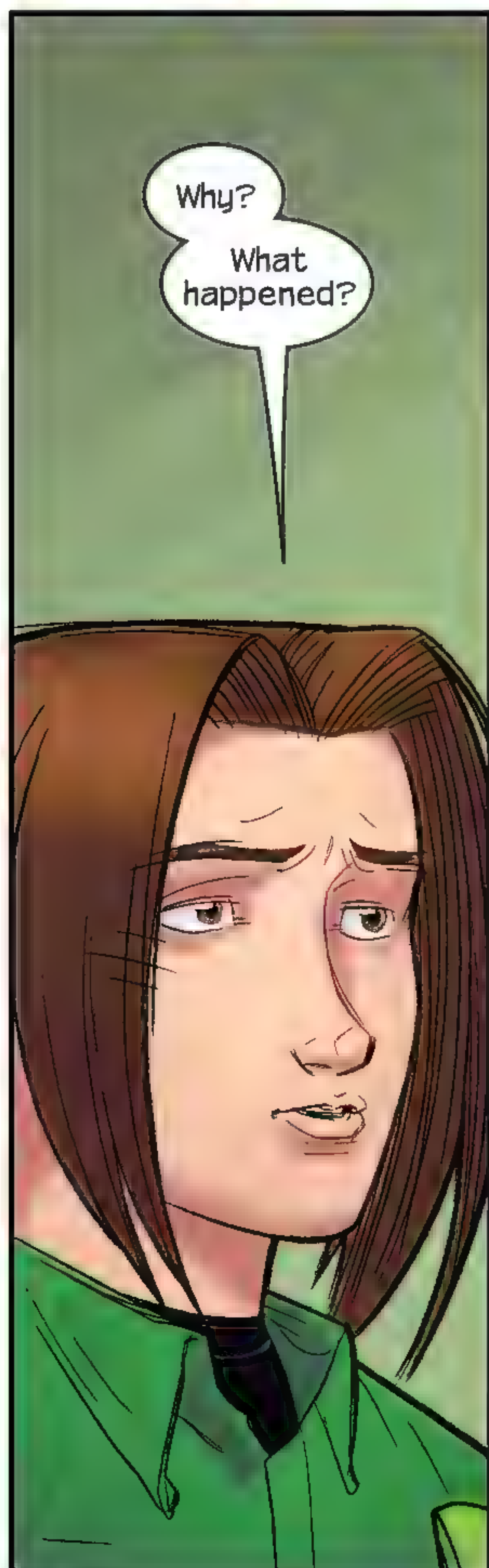
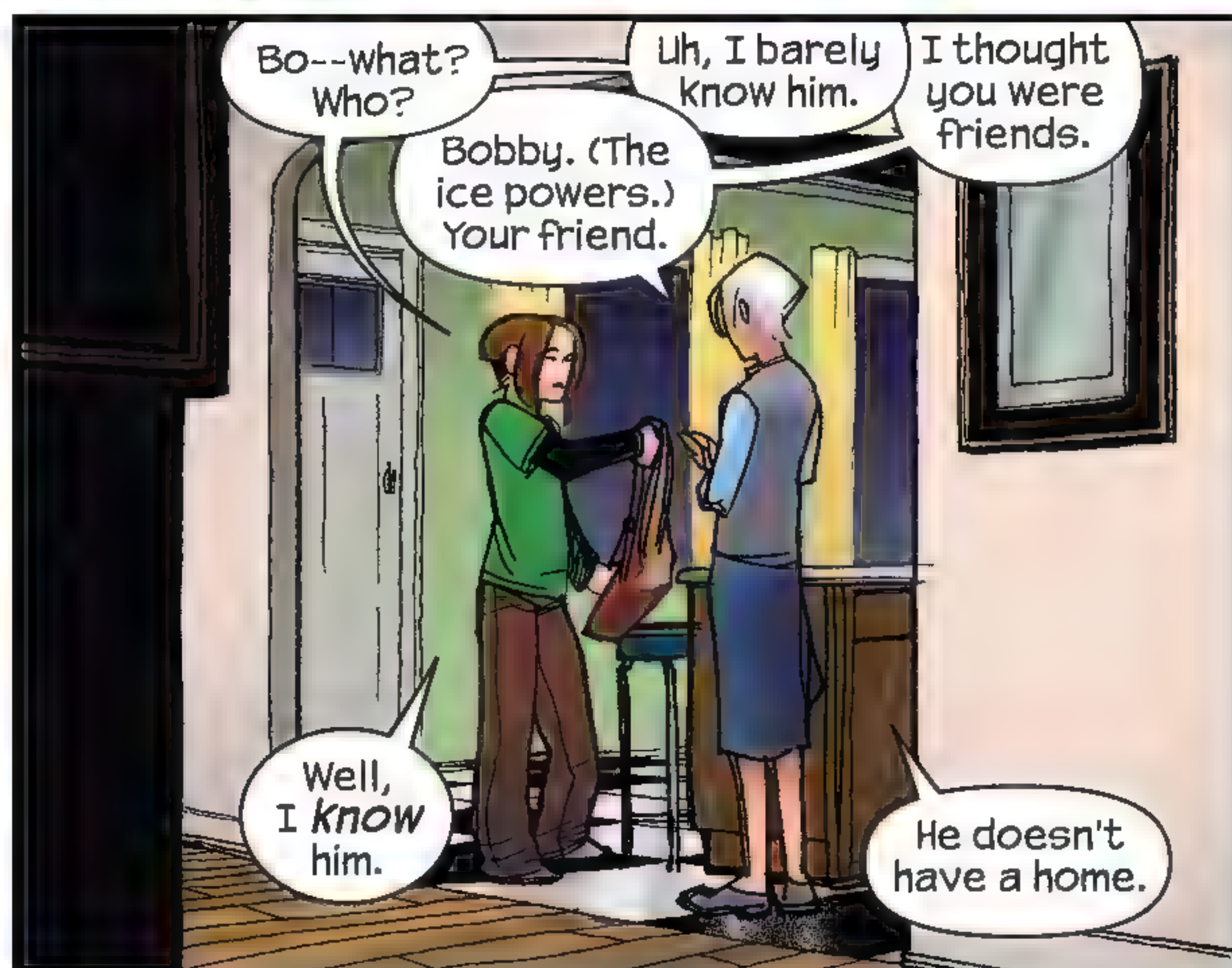
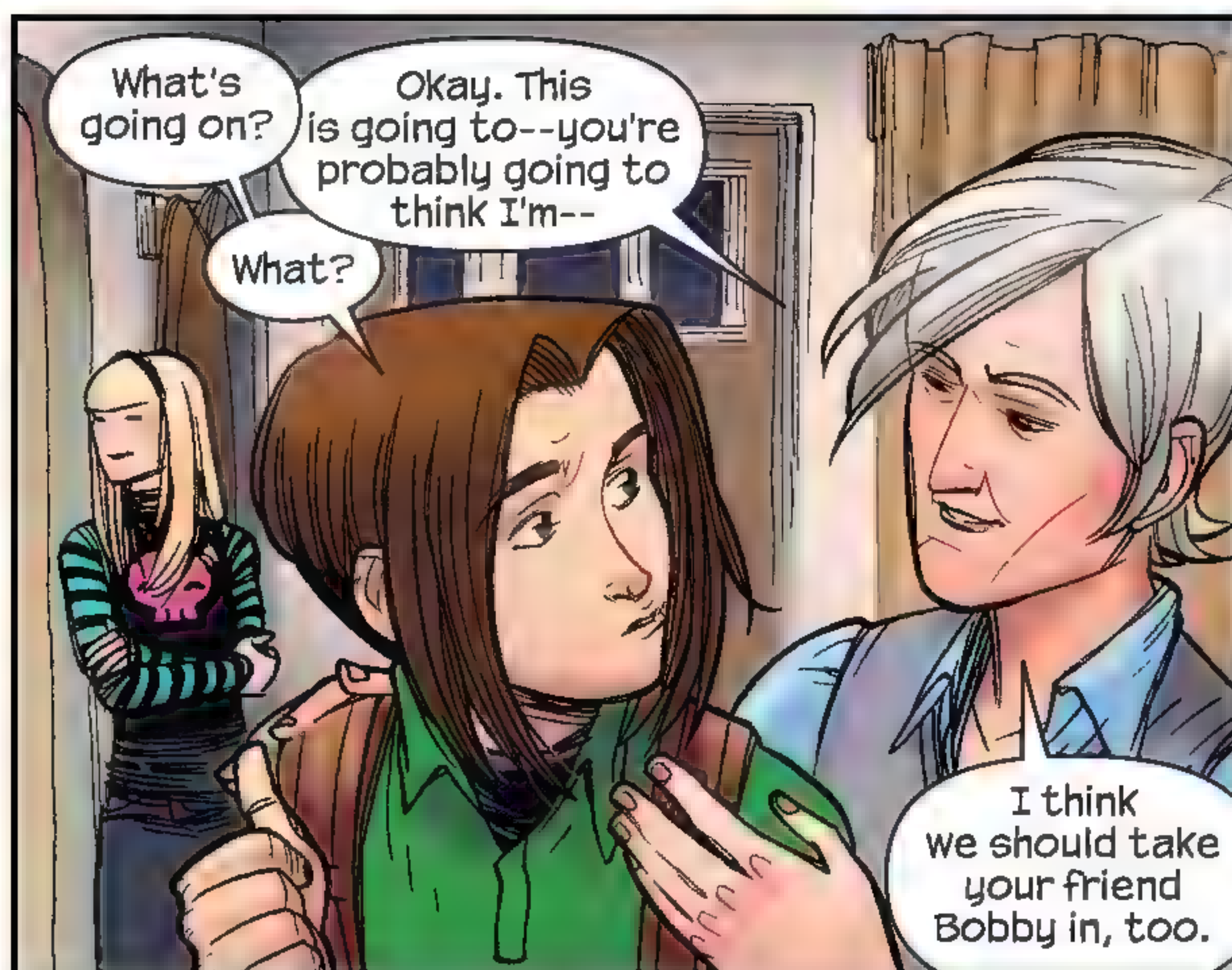
I didn't make that mess.

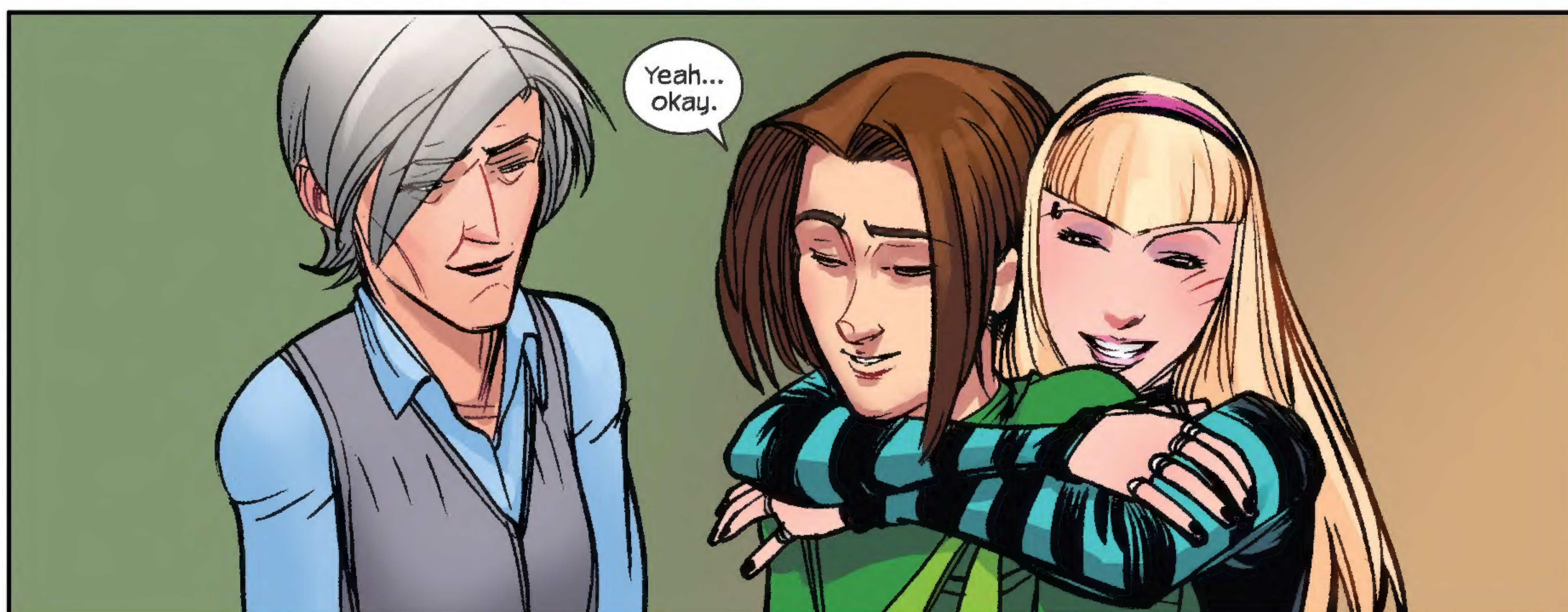
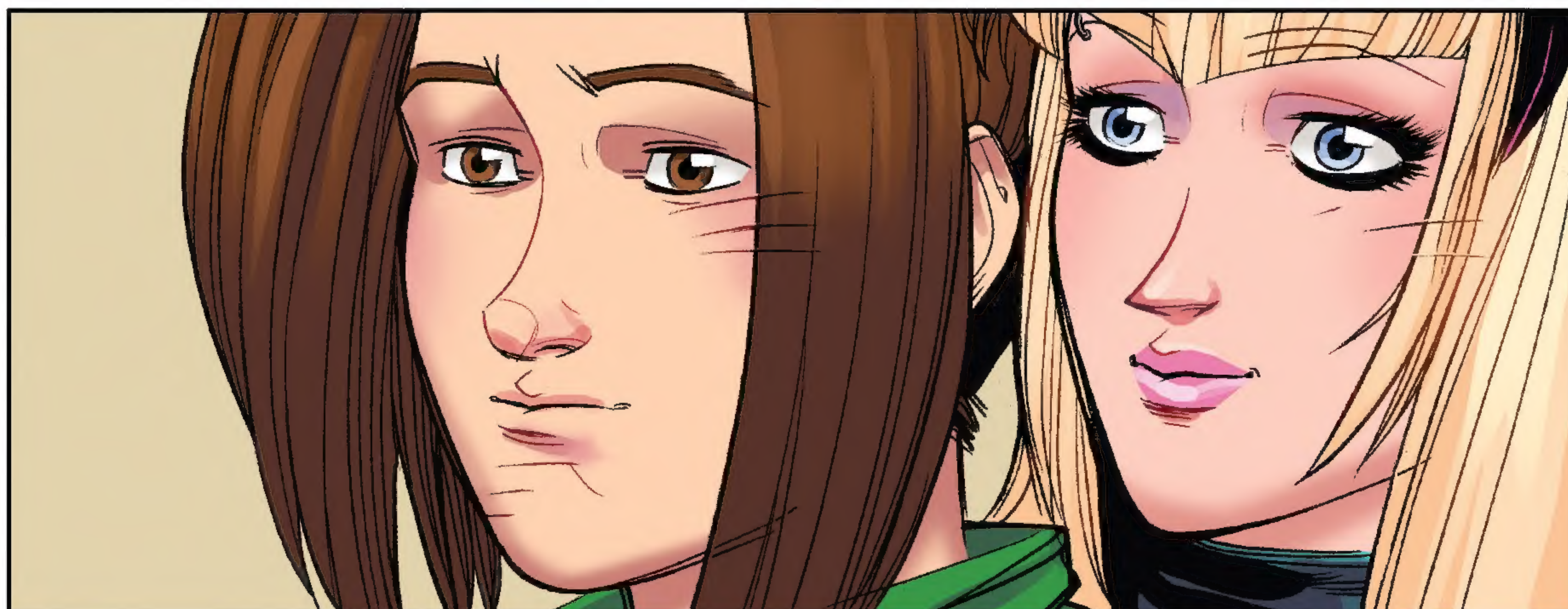
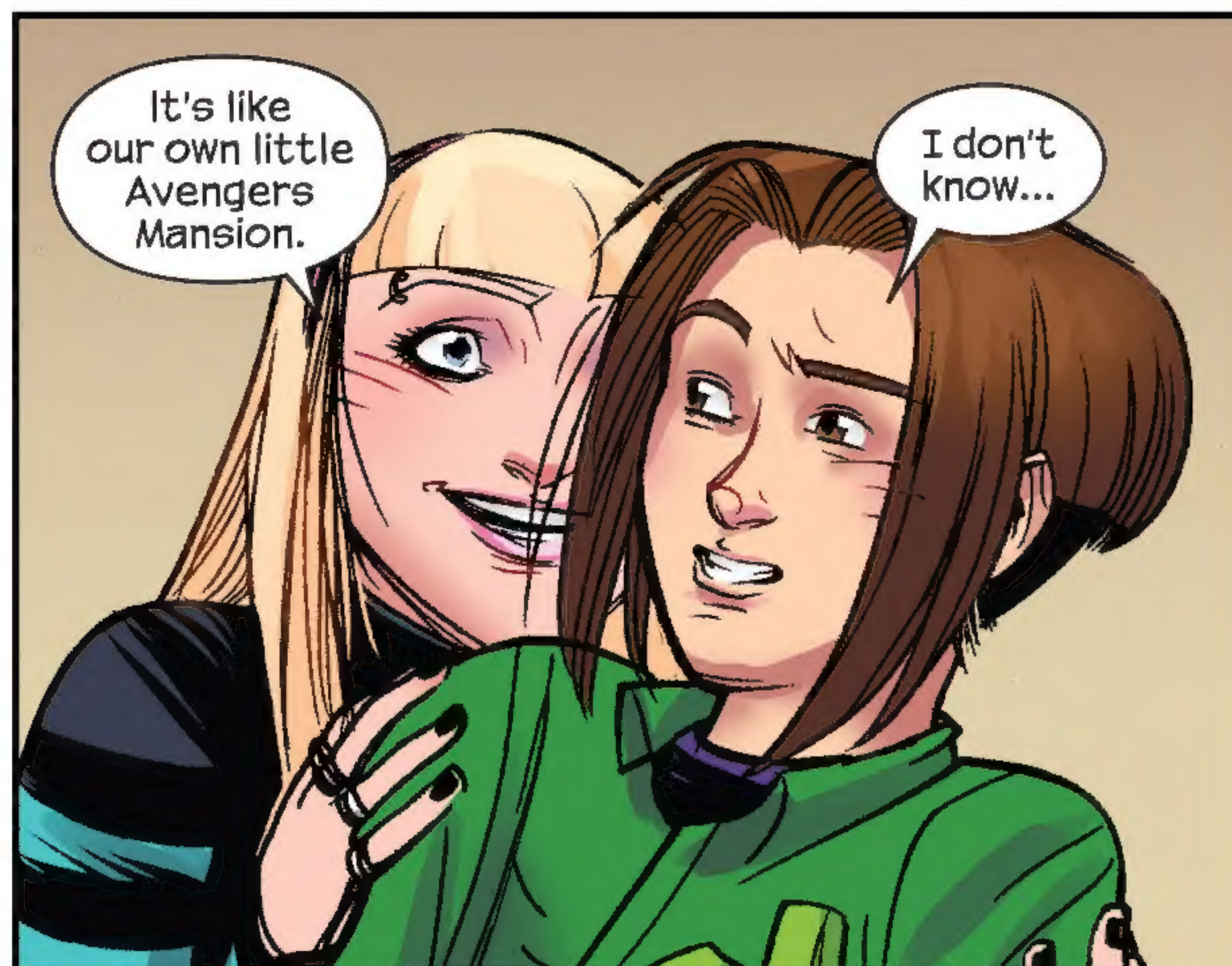
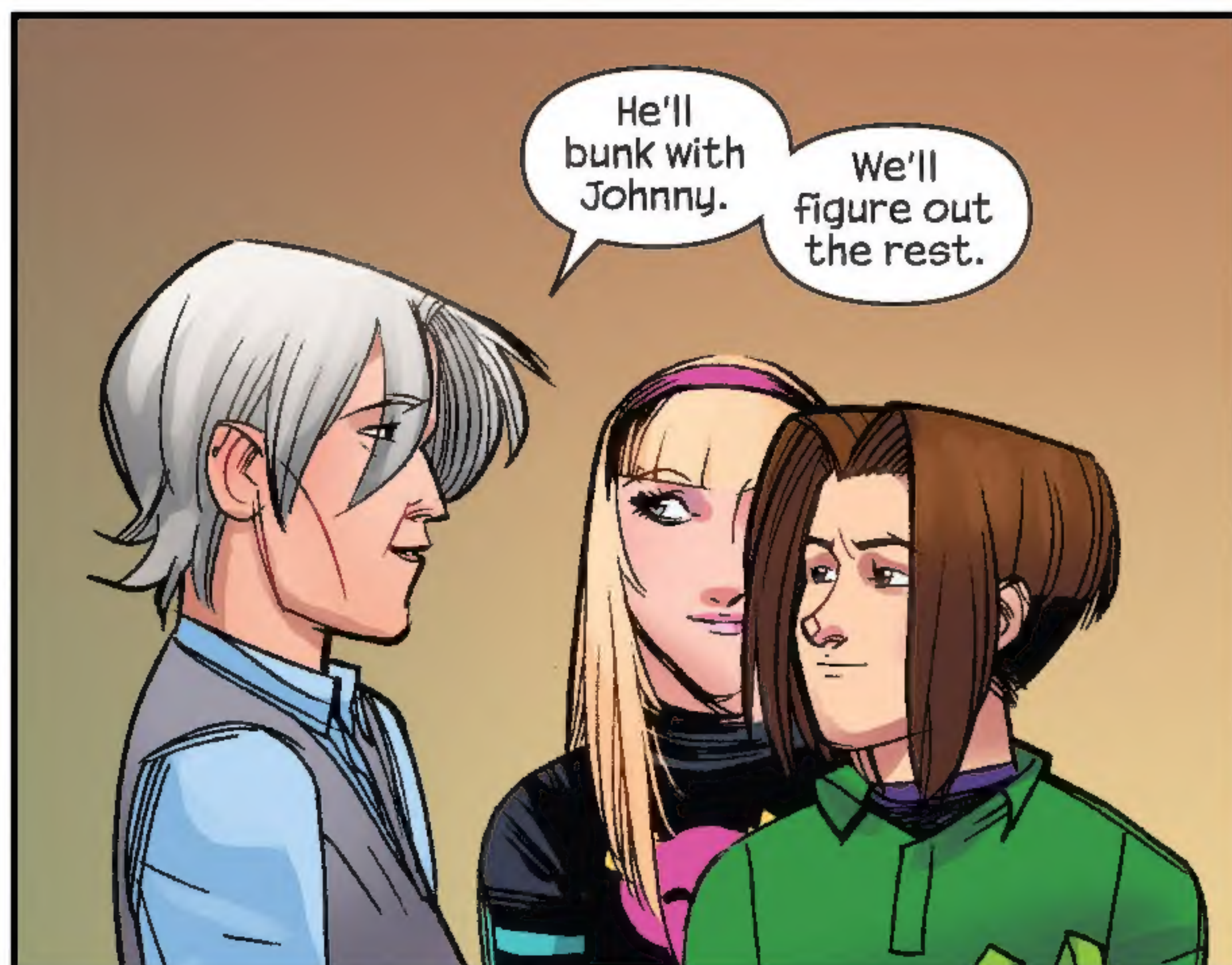
I'm tired and hungry. What are we talking about?













DAMN YOU,
e#s% ^*s%
SPIDER-BOY!!



Why can't
I do this? Why
can't I make you
not exist!

Millions of
people died in
New York and I
still have you
up my nose!!

Look
what you did,
Spider-boy!!



Look at
this.

Do you
have any idea
of the cost? The
man-hours??!!
The--huh.

That's not
my blood. I
didn't bleed.



That's
not mine.



Ooohh...
got ya.

For
real.



To Be Continued...

NEXT ISSUE

ULTIMATE COMICS ON SALE



RUN, SPIDEY, RUN! ON SALE NOW



**ULTIMATE COMICS
AVENGERS #4**



**ULTIMATE COMICS
ARMOR WARS #3**



**ULTIMATE COMICS
AVENGERS #5**

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NO NAME